

Message

---

**From:** Pooja Kapoor [pkapoor@admeld.com]  
**Sent:** 2/25/2011 8:01:40 PM  
**To:** mamrfp@gsm.org; HStevens@gsm.org; GJakins@gsm.org  
**CC:** Marc Theermann [mtheermann@admeld.com]  
**BCC:** Pooja Kapoor (AdMeld) [pkapoor@admeld.com]  
**Subject:** Admeld Response: GSMA RFP  
**Attachments:** Admeld Response Schedule 1.pdf; Admeld Response Schedule 1 Confidential Financial Results.pdf; Admeld Response Schedule 2.pdf; Admeld Response Schedule 2 Section 10 Product Schedule and Roadmap.pdf; Admeld Response Schedule 3.pdf; Admeld Response Schedule 4.pdf; Admeld Response Schedule 5.pdf; Admeld Response Schedule 8.pdf

Dear Henry, Dear GSMA committee,

Thank you very much for giving us the chance to participate in this exciting process. Attached please find Admeld Mobile's responses to your request for proposal. We believe that Admeld's global monetization platform is extremely well suited to give network operators the ability to monetize their data in an actionable and secure fashion.

We would welcome the opportunity to come to London, and present our platform to your committee in person.

Thank you very much,

Sincerely,

The Admeld Mobile Team

Pooja Kapoor  
Director, Strategic Advisory Services | **Admeld**  
Direct: 917.606.6269 | Mobile: [REDACTED]  
[pkapoor@admeld.com](mailto:pkapoor@admeld.com) | Skype: pkapoor\_



**GSM Association**

**Request for Proposal**

***Mobile Advertising Marketplace***

***Schedule 1***

**SCHEDULE 1 – SUPPLIER INFORMATION****1. RESPONDENT'S INFORMATION**

Please provide all information requested in this Schedule 1 for your company. If you are the lead supplier (system prime) for a consortium, please also complete the details for each consortium member based on the role of that member in the consortium for sections 1.1, 1.2 and 1.11 (only) of this Schedule 1.

**1.1 General Respondent Details**

Company Name	Admeld Inc.
Company Registration Number (if any)	US Tax ID 26-1168342
CEO Name	Michael G. Barrett

Address of Registered Office	
Street	230 Park Avenue South, Suite 1201
Town	New York
County	New York
Country	United States
Post Code	10003
Telephone	212-244-1144
Fax	646-607-5452
Web Site	www.admeld.com

Financial Details	
VAT registration No.	Not applicable – US Company
Financial Year-End	December 31

Respondent Legal Structure	
Parent Company Name	Admeld Inc.
Affiliated Companies	Subsidiary, wholly owned: AdMeld Ltd.

**1.2 Primary Respondent Contact Details**

Name	Marc Theermann
Job Title	Vice President, Mobile
Street	230 Park Avenue South
Town	New York
County	New York
Country	United States
Post Code	10003
Telephone (Direct Dial)	+1-917-606-6262
Telephone (Mobile)	[REDACTED]
Fax	+1-866-772-9260
e-mail	mtheermann@admeld.com

**1.3 Director Details**

Please list the names of your company's directors (use an extra sheet if necessary). If not a limited company, list members of the Management Board, Partners, Associates, etc., that are responsible for the activities of the company.

Company's directors	Board of Directors of AdMeld Inc.: Michael G. Barrett, Benjamin Barokas, Brian Adams, Alex Blum, Santo Politi, Seth Levine, Jeff Crowe
List members of the Management Board	Members of the senior management team: Michael G. Barrett, Benjamin Barokas, Brian Adams, Jason Kelly, Brian Kane, Alan Davison
Partners	Not applicable
Associates	Not applicable
Other	Not applicable

**1.4 Director Information**

Has the Respondent been the subject of a bankruptcy order or been involved in any company which has ceased to trade or become insolvent as defined by the Insolvency Act 1986?	No
Has the Respondent been involved with any other company providing any service to GSMA or any of its affiliates?	Not to our knowledge

**1.5 Company Structure**

Please provide details of your company structure including ownership, supporting organizations, financial dependence, sister companies, subsidiaries, affiliations and divisions. Please include in your Proposal whether you are a public company or privately owned. If you are a subsidiary, please name your parent company.

Structure	A Delaware Corporation in the United States
Ownership	70% Outside investors; 30% Founders & employees
Supporting organizations	Not applicable
Financial dependence	Not applicable
Sister companies	Not applicable
Subsidiaries or Parent company	Subsidiary, wholly owned: AdMeld Ltd.
Affiliations	Not applicable
Divisions	Not applicable
Public company or privately owned	Private
Other information	None / Not applicable

**1.6 Acquisition, Expansion and Affiliation Plans**

If you can, please describe your company's plans for any or all of acquisition, expansion, growth patterns and new affiliations which may impact upon your Proposal.

Plans for acquisition	None
Expansion	None other than ordinary course of business

Growth Patterns	None other than ordinary course of business
New affiliations	None other than ordinary course of business
Other information	None / Not applicable

#### 1.7 Company Profile - Financial Data and Market Share

Please enclose copies of your audited company accounts (i.e. directors' report, auditors' report, balance sheet, profit and loss account, cost of sales accounts and full notes) for your most recent accounting year (or for your full period of trading if less than twelve (12) months).

If you cannot provide the information requested above, please say why here and give the best alternative financial information you can, such as:

- A certified statement of turnover for the last year, signed by an independent auditor or bank manager; or
- Copies of internal management accounts or business plan

Company accounts	See attached internally-prepared unaudited financials
Directors' report	None / Not applicable
Auditors' report	Not yet available
Balance sheet	See attached internally-prepared unaudited financials
Profit and loss account	See attached internally-prepared unaudited financials
Cost of sales accounts	See attached internally-prepared unaudited financials
Full notes	Not yet available
Certified statement of turnover for the last year	Not available
Internal management accounts	See attached internally-prepared unaudited financials
Business plan	Not available
Other information	None / Not applicable

Please provide the following key financial data (GBP/ USD/ Euro £M) for your UK/ US/ European operations (please specify relevant region):

	2008	2009	2010*
Total Turnover – GLOBAL – USD MILLIONS	Global Gross Revenue: 0.084 USD MILLIONS  Global Net Revenue: 0.084 USD MILLIONS	Gross: 12.8 USD MILLIONS  Net: 3.1 USD MILLIONS	Gross: 67.0 USD MILLIONS  Net: 14.3 USD MILLIONS
Number of Full Time Employees	22	42	78
Products/ Services sold	See below	See below	See below
Services Provided	Co-managed Optimization Services	Co-managed & Managed Optimization Services	Co-managed & Managed Optimization Services; Real-Time Bidding; Mobile optimization
Net Income – GLOBAL – USD MILLIONS	(3.0) USD MILLIONS	(4.9) USD MILLIONS	(2.8) USD MILLIONS

\* Forecast

**1.8 Key Accounts**

Please provide details on your top five customers in the table below:

Client	Total turnover last year (GBP £MILLIONS) (ADMELD NET REVENUE)	% of your company turnover (% OF ADMELD NET REVENUE)	Duration of relationship (YEARS, APPROXIMATE)
INVITE MEDIA	4.6	11.2%	2
TURN	3.8	9.3%	2
ADVERTISING.COM	2.3	5.7%	3
INTERCLICK	1.8	5.7%	2
APPNEXUS	1.8	4.5%	2

**1.9 Media industry data experience**

Please provide brief details by reference to industry sector (media agency, publisher, ad network etc.) of your experience and capability in the delivery of data driven platforms to the media industry:

Data platform description & functionality	Type of data handled	Volume of data handled	Media industry sector
Retargeting data for Ad Networks and Agencies	Audience Segmentation	25B requests/month, 500 segments	Ad Networks, Agencies
Third Party Audience Data - Blue Kai, Quantcast, Exelate, Bizo, TARGUSinfo, AlmondNet, DataLogix, Radium One	Audience Segmentation	30B requests/month, 2000 segments	Audience Data Vendors
Third Party Contextual Data - Peer39	URL Categorization	40B requests/month, 100 categories	Contextual Data Vendors
Third Party Verification Data - AdSafe	Ad Safety & Verification	40B requests/month, pass/fail	Ad Verification Data Vendors
First Party Audience Data	Audience Segmentation	5B requests/month, 100 segments	Publishers

**1.10 Contract Performance**

Have any of the following circumstances occurred on any contract involving your company during the last three (3) years? If yes, please provide full details:

A financial deduction or liquidated damages imposed upon your company by a customer	No
A contract terminated by your company's customer	None material
A contract not renewed by your company's customer because of your company's failure to perform to the terms of the contract	None
Your company withdrew from a contract prematurely	None
There are outstanding claims or litigation against your company. Please provide brief details.	None related to contract performance

**1.11 Client Spend Information****1.11.1 Current activities with GSMA\***

Do you currently provide any products or services to GSMA? NO

☐ Yes ☒ No

If you have picked no, please go to Section 1.11

**1.11.2 Current Activities with GSMA– Location**

For the products and services you currently supply to GSMA, please indicate below your GSMA contact name, business group(s) supported and location(s) of services.

GSMA Contact Name	Business Group(s)	Location Services/ Products Provided
Not applicable	Not applicable	Not applicable
Not applicable	Not applicable	Not applicable

**1.11.3 Current activities with GSMA - description of products or service**

Please provide details of the products or services you provide to GSMA and the locations (where applicable):

Location	Description of Product or Services Provided
Not applicable	Not applicable
Not applicable	Not applicable

**1.11.4 Current Activities with GSMA - Revenues**

Please provide your revenues for products and services supplied to GSMA by location (if applicable):

Location Service/ Product Provided	Revenues Received from GSMA
Not applicable	Not applicable
Not applicable	Not applicable

*\* Includes activities with any GSMA affiliate.*

**1.12 Capabilities****1.12.1 Number of relevant specialists**

Please provide a breakdown of specialists within your company in the MAM functional areas relevant to your Proposal together with a brief description of the roles and responsibilities of the main individuals and the curricula vitae for the team that shall implement maintain and support the technical solution:

Specialist Area	Number of Skilled Staff	Name of Specialist	Role description	Location	CV
Publisher Focus	All	Michael Barrett	CEO	US/UK	Ex-News Corp.
Mobile	6	Marc Theermann	VP	US/UK	Ex-Smaato
Media	5	Jason Kelly	CMO	US/UK	Ex-Time Inc.
Technology	40	Brian Adams	CTO	US/UK	Ex-AOL
Demand	9	Jared Lansky	VP	US/UK	Ex-24/7 Real Media
Sales	15	Ben Barokas	CRO	US/UK	Ex-AOL
Ad Operations	30	Brian Kane	EVP	US/UK	Ex-Google

### 1.12.2 Years of Experience

Please provide below details of the number of years for which your company has been providing products and services of the type requested in this RFP in the following regions including description of the types of system supplied and contacts within the contracting organisation who shall act as references:

Regions	Number of Years	Name of Customer	System Description	Contact Name/ email
Europe	3	The Guardian MailOnline Telegraaf eBuddy	Co-managed & Managed Optimization Services; Real-Time Bidding; Mobile optimization	Available upon request.
Rest of World	3+	IAC FOX News Weather.com Pandora Mobile IGN	Co-managed & Managed Optimization Services; Real-Time Bidding; Mobile optimization	Available upon request.

## 2. DIFFERENTIATING FACTORS

### 2.1 What makes your company different?

Please provide details of how and why you believe your organization can provide GSMA with the best service? Include here any professional standards you adhere to or which you have been awarded (e.g., ISO standards, project methodologies, etc.):

Admeld is a global monetization platform that connects media owners to every ad server, demand source, and data exchange in a transparent, real-time environment. We enable premium publishers and media owners to maximize their ad revenue by leveraging a mix of cutting-edge bidding technologies, classic tag-based yield optimization, and high-touch ad operations services. Today the company processes over 40 billion advertisements per month for more than 500 premium publishers, by connecting them to more than 200 ad networks and 35 Demand Side Platforms (DSP).

Admeld takes seriously the notion that it requires an entire company to service a customer. No single team at Admeld "owns" the customer experience, and instead, customer focus is prevalent across all functions, and weaved throughout the fabric of our organization.

#### Great Service: It starts with our people

Our mission is to provide our customers with cutting edge Technology, Powered by People.

As one example as to the role that Client Centricity plays at Admeld, the head of client services also oversees the recruiting function for all of Admeld globally. This ensures that each and every candidate who joins the company, be it for a role as Client Services Account Manager, or for a role in Finance, is screened for customer centric competencies.



Two key metrics that outline the results of this: From an employee perspective, our employee retention rate over the last two years is 95%, and from a recent customer satisfaction survey, customer satisfaction was at 94%.

As it relates to industry standards, The Global Client Services team is lead by Brian Kane, Admeld's EVP Operations. Prior to Admeld, Brian spent 10 years running global services teams at DoubleClick and Google. In 2004, Brian lead DoubleClick's efforts to achieve Service Capability & Performance (SCP) Certification, and in doing so, became the first, and only company, in the online advertising space to achieve this level of certification. Further information on this program can be found [here](#). Leveraging those same best practices, the Admeld Client Services team delivers clients with ultra-responsive, high-touch, consultative services.

#### **Admeld's Implementation Methodology**

With more than 400 implementations completed since 2007, Admeld's methodology has been refined over the years to increase quality, efficiency and effectiveness of our customer's implementation of Admeld solutions.

Admeld provides a systematic approach to all aspects of the implementation which can:

- Reduce the amount of time required to complete an implementation project without sacrificing quality
- Provide the required framework that allows implementation project(s) to be broken into achievable stages,
- Identify specific deliverables on Admeld's and the client's side for the project
- Ensure GSMA's acceptance/acknowledgement is required at various steps throughout the implementation.

#### **Implementation Project Plans**

Implementations can range from one to two weeks to a month or longer, depending on a number of factors. As Admeld learns more about specific project needs, we will provide more detailed project plans outlining timeframes associated with implementation.

#### **Training Plan**

GSMA will receive a custom training plan, that outlines training dates, learning goals, responsible parties, and agenda(s).

While this training is intended to provide GSMA with the knowledge required to understand their solution during implementation, there will also be ongoing training initiatives to ensure optimal use of the implemented solution.

Depending on GSMA requirements and preferences, this training may include "Train-the-Trainer" initiatives to enable successful Knowledge Transfer to the GSMA team.

#### **Admeld Advisory Services**

The Admeld Advisory Services team is committed to providing publishers with an independent perspective, framework, and recommendations for how to best navigate the current state of the digital landscape and also craft a strategy for how to best move your business forward. The AdMeld Advisory team has years of real-world experience within both large publishers and technology companies, and can provide a unique and balanced perspective that can be leveraged across your organization.

Lead by industry veteran Pooja Kapoor, the Advisory Services team works with publishers to identify current business challenges, perceived opportunities, and desired end state, and partner with you to develop and implement a successful strategy to move forward.

#### **Customer Feedback**

Our company is centered around customer feedback. A number of mechanisms, some more formal than others, are leveraged to ensure that from a product and service standpoint, GSMA will receive the best service in the industry. These mechanisms include:

- Implementation Satisfaction Surveys
- Quarterly Account Management Satisfaction Surveys
- Annual Partner Conference Participation
- User Group Meetings (To Launch in 2011)
- Daily client conversations and meeting with Admeld Sales and Account Management teams worldwide.

GSMA will have a dedicated team servicing their account. While Admeld employs a robust knowledge base and a ticketing system for customer use, we also recognize that there are times when you'll just want to pick up the phone. Therefore, you'll be provided with office and mobile numbers for your entire account team, and escalation charts that allow you know who best to call for certain types of issues.

One additional benefit of doing business with Admeld, is that we work hard to minimize account personnel transitions and with that, the negative impact they could have on our customers. Therefore, you should expect that same person who deploys your solution, to be providing your team with ongoing support, thus ensuring that the knowledge that is built up during implementation, is leveraged post-launch in providing ongoing service to your account.

Your Account Manager will also conduct periodic reviews, in addition to scheduling weekly or biweekly calls, to ensure lines of communication are always open.

Please provide full details of the warranties and indemnities you are willing to give for the products and/ or services that you are offering to supply:

AdMeld shall provide the standard representations and warranties that relate to its providing technology and services to the GSMA. Such representations and warranties relate to corporate good standing, compliance with law, copyright, trademark and IP rights and infringement protection, and, subject to standard negotiated carve outs and limitations, representations regarding Publisher content, data collection by AdMeld, uptime (as governed by our standard Service Level Agreement) Publisher content, and Advertisement content (to the extent we have the relationship with the Buyer). AdMeld shall also provide indemnity protection to the GSMA regarding any third party claims concerning Intellectual property, copyright, trademark rights ,and, subject to standard negotiated exclusions and limitations of liability, indemnity regarding certain representations and warranties that the parties agree best allocate the risk profile of the relationship to the appropriate parties.

## 2.2 Insurance

Please confirm the types and levels of insurance held:

Insurance Type	Cover Held
Public liability (third party) insurance	We are not certain of the definition of this – see commercial liability
Professional indemnity insurance (where applicable)	Coverage planned beginning approximately Q2 2011
Errors and Omissions insurance	Coverage planned beginning approximately Q2 2011
Workers compensation insurance	We carry statutory coverage via our payroll service provider
Commercial liability insurance	We carry general liability insurance \$2,000,000 per occurrence / \$4,000,000 aggregate plus a \$5,000,000 umbrella
Commercial automobile liability insurance	We carry coverage for hired automobile usage
Other information	We carry employer's liability coverage

Have any claims been made (or are any in progress) against your company's employer's liability insurance, public liability insurance or professional indemnity insurance within the last three (3) years? If yes please provide details:

More information available upon request.

GSMA Specific insurance requirements are:

- ✓ Commercial General Liability Insurance, including blanket contractual liability
  - \*With respect to the commercial general liability protection, if the amount exceeds £1,000,000, what limits can be provided by primary and excess/ umbrella coverage? **See the answer in the table concerning Commercial liability insurance.**
- ✓ Commercial Automobile Liability Insurance for owned, non-owned and hired vehicles
- ✓ Workers' Compensation Insurance as required by statute
- ✓ Employer's Liability Insurance.

Strictly Confidential  
Internally-Prepared, Unaudited financials of Admeld Inc.  
(excludes stock-based compensation expense)

ANNUAL INCOME STATEMENT				
\$ thousands	2007	2008	2009	2010
	act	act	act	act
<b>ADMELD REVENUE</b>				
GROSS REVENUE	-	84	12,783	67,064
REV SHARE PAYABLE TO PUBLISHERS	-	-	(9,666)	(52,256)
RESERVES & ALLOWANCES	-	-	(26)	(544)
<b>TOTAL ADMELD NET REVENUE</b>	-	84	3,091	14,265
growth	na	na	3590%	361%
<b>COST OF SERVICES</b>	2	381	1,344	3,468
<b>GROSS PROFIT</b>	(2)	(297)	1,747	10,797
percent	na	-355%	57%	76%
<b>OPERATING EXPENSES</b>				
CLIENT SERVICES	-	323	1,299	1,489
SALES & MARKETING	4	210	1,497	5,140
PRODUCT DEVELOPMENT	60	1,092	1,715	2,410
GENERAL & ADMINISTRATIVE	64	1,044	1,984	4,140
TOT OPEX NET DEPR	128	2,669	6,494	13,179
<b>EBITDA</b>	(130)	(2,967)	(4,747)	(2,383)
percent	na	na	-154%	-17%
<b>DEPRECIATION</b>	0	18	64	159
<b>OTHER (INCOME) / EXPENSE</b>	(3)	(45)	24	211
<b>TAXES (AFTER TLCF)</b>	1	13	30	18
<b>NET INCOME</b>	(128)	(2,953)	(4,865)	(2,772)
percent	na	na	-157%	-19%
ANNUAL CASH FLOW STATEMENT				
\$ thousands	2007	2008	2009	2010
	act	act	act	act
<b>CASH FROM OPERATIONS</b>				
Net Income	(128)	(2,953)	(4,865)	(2,772)
Depreciation	0	18	64	159
(Incr) Decr in Co-Mngd AR	-	(84)	(195)	(138)
(Incr) Decr in Gross Managed AR	-	-	(5,620)	(16,533)
Incr (Decr) in Reserves Against AR	-	-	36	401
(Incr) Decr in Other Current Assets	(2)	(51)	(296)	(36)
Incr (Decr) in AP & Amex Card	51	159	492	424
Incr (Decr) in AP (Mngd Svcs Payables)	-	-	5,884	17,244
Incr (Decr) in Accrued Expenses	34	84	263	1,301
Incr (Decr) in Other Current Liabilities	1	106	(78)	21
<b>TOTAL CASH FROM OPERATIONS</b>	(43)	(2,721)	(4,315)	72
<b>CASH FROM INVESTING</b>				
(Incr) Decr in Fixed Assets	(5)	(132)	(180)	(430)
(Incr) Decr in Deposits	-	(17)	(178)	25
<b>TOTAL CASH FROM INVESTING</b>	(5)	(149)	(358)	(405)
<b>CASH FROM FINANCING</b>				
Incr (Decr) in Equity Investment	931	5,963	7,964	10,613
Incr (Decr) in Borrowing	-	-	-	-
<b>TOTAL CASH FROM FINANCING</b>	931	5,963	7,964	10,613
<b>STARTING CASH</b>	-	883	3,976	7,266
<b>CASH FLOW</b>	883	3,093	3,291	10,280
<b>ENDING CASH</b>	883	3,976	7,266	17,547
<b>CASH FLOW NET OF EQUITY FINANCING</b>	(48)	(2,870)	(4,673)	(333)

Strictly Confidential  
Internally-Prepared, Unaudited financials of Admeld Inc.  
(excludes stock-based compensation expense)

ANNUAL BALANCE SHEET				
\$ thousands	2007	2008	2009	2010
	act	act	act	act
<b>ASSETS</b>				
CASH	883	3,976	7,266	17,547
ACCOUNTS RECEIVABLE				
Co-Managed AR	-	84	279	417
Gross Managed Services AR	-	-	5,620	22,153
TOTAL ACCOUNTS RECEIVABLE	-	84	5,898	22,570
RESERVES AGAINST AR				
Data Reconciliation Reserve	-	-	(4)	(329)
Bad Debt Reserve	-	-	(33)	(108)
TOTAL RESERVES AGAINST AR	-	-	(36)	(437)
OTHER CURRENT ASSETS	2	53	350	386
TOTAL CURRENT ASSETS	885	4,113	13,478	40,065
FIXED ASSETS				
Gross Fixed Assets	5	137	317	746
Accum. Deprec. P&E	(0)	(19)	(83)	(242)
TOTAL FIXED ASSETS	5	119	234	504
DEPOSITS	-	17	195	170
<b>TOTAL ASSETS</b>	<b>890</b>	<b>4,248</b>	<b>13,907</b>	<b>40,739</b>
<b>LIABILITIES &amp; EQUITY</b>				
CURRENT LIABILITIES				
AP (Regular Operating)	51	210	702	1,126
AP (Managed Services Payables)	-	-	5,884	23,128
Accrued Expenses	34	118	381	1,682
Other Current Liab. (inclu inc. tax payable)	1	108	29	51
TOTAL LIABILITIES	87	436	6,997	25,987
EQUITY				
Net Paid in Capital	931	6,894	14,858	25,471
Retained Earnings	(128)	(3,082)	(7,947)	(10,719)
TOTAL EQUITY	803	3,812	6,911	14,752
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>890</b>	<b>4,248</b>	<b>13,907</b>	<b>40,739</b>

**Admeld Proposal**

**Mobile Advertising Marketplace**

**Admeld**

**New York**  
**February 25, 2011**

## Executive Summary

The GSMA is at a critical point in its history, and speed is of the essence. **This project requires a partner that can move swiftly and provide maximum flexibility given the individual needs and capabilities of individual operators.** With our deep integrations across the ecosystem, our compatibility with every ad server, and our robust and secure global infrastructure, Admeld is better equipped to fulfill this role than anyone.

## What We Do

Admeld is a global monetization platform that connects to every ad server, buyer, and data source in a transparent, real-time environment. We enable premium publishers and media owners to maximize their ad revenue by leveraging a mix of cutting-edge bidding technologies, classic tag-based yield optimization, and high-touch ad operations services.

Today the company processes over 40 billion advertisements per month for more than 500 premium publishers. Admeld is the world's largest, independent practitioner of Real Time Bidding (RTB)—we connect to more than 200 ad networks, & 35 Demand Side Platforms (DSP) and process more than 11 billion bids daily. Lastly, Admeld has extensive data integration experience. More than 20 leading data providers leverage our platform to monetize their data in a highly actionable marketplace.

## Solution

Admeld proposes a managed solution that enables individual network operators to ramp up immediately, use their preferred ad servers, and connect their data to media owners and demand sources.

We are proposing to integrate operator data assets into the existing marketplace, which will be operated by Admeld. We will enable operators to configure the platform to their individual needs. This will include the selection of specific demand partners, ad servers, and networks. Most importantly, each network operator's data will be protected and exposed only to that operator's selected demand partners.

In addition, Admeld also handles contracts with every demand partner, technical integrations, and billing consolidation for each of its clients. As a result Admeld will be able to collect payment from demand sources, and pay media owners for the inventory and operators for the data.

We will NOT charge the network operators for the creation of the private exchange, and we will NOT take a share of the revenues network operators make monetizing their data. Admeld proposes to take a revenue share of the advertising transactions that occur on the platform.

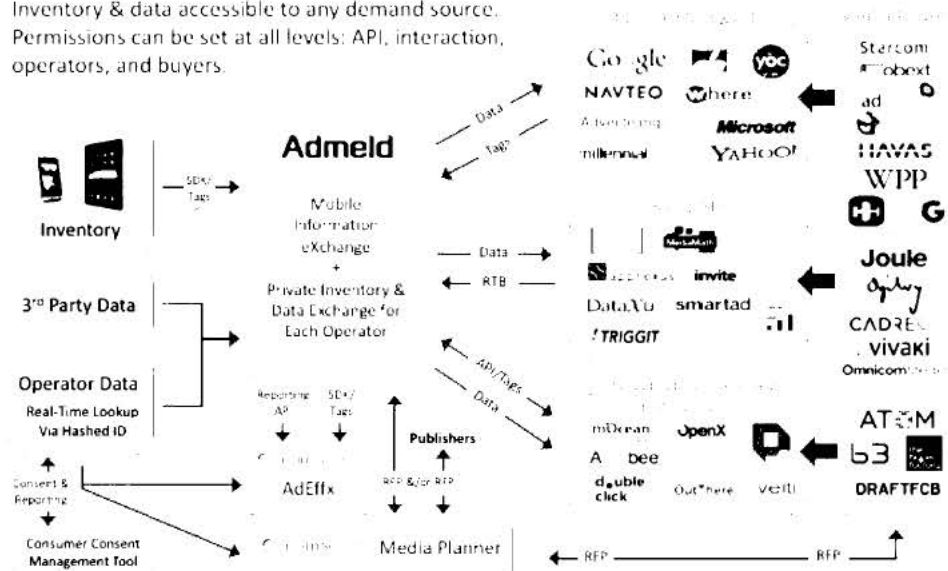


## Executive Summary Diagram

### (Schedule 4 – Indicative Market Positioning)

The below diagram illustrates how we envision the Mobile Advertising Marketplace and the Mobile Information Exchange at the heart of it.

Inventory & data accessible to any demand source.  
Permissions can be set at all levels: API, interaction, operators, and buyers.



Admeld proposes a central hub that connects inventory supply, operator data, and demand sources. The central hub will process impressions through traditional ad networks via ad tags, Demand Side Platforms through a real-time auction (RTB), and to ad servers through APIs. In addition, it also show how data is being retrieved from a central Operator Data Personalization layer via anonymous (hashed) ID – which will likely originate from the header of the mobile page. This data will then be passed to selected demand partners in conjunction with the ad request. Each time data is being passed, it will constitute a billable event, and the operator will be paid for the data.

### A ‘Future Proof’ Solution

Because this configuration leaves each network operator’s core architecture intact, it enables them to rapidly evolve their strategies as new players and technologies emerge in the industry. Additional demand sources, new data providers, and additional formats can be incorporated into this setup to a greater extent than if the GSMA were to choose an individual ad server or DSP partner to build upon.

## About Admeld

Founded in 2007, Admeld's mission is to keep premium publishers on the cutting edge of advertising technology, enable them to maximize their revenue, and sell their inventory smarter and safer. Our high-tech, high-touch approach generates the maximum yield for every ad impression by giving publishers access to demand from hundreds of sources, analytics to identify new opportunities, and controls to dictate the terms of sale.

Current Admeld customers include The Guardian, MailOnline, Answers.com, FOX News, IDG TechNetwork, Hearst Television, Discovery, The Weather Channel, and more than 500 others worldwide. The company is headquartered in New York City with offices in San Francisco, London, Berlin, and Toronto. Admeld employs 95 people, and has received venture funding from Norwest Ventures, Time Warner Investments, Spark Capital, and Foundry Group. Admeld has been operational in London with a sales, support, and data center for over two years, and we were the first company to deploy real-time bidding in Europe.

The Admeld platform connects media owners with every programmatic buyer, agency trading desk, and ad network around the globe. Each media owner can control who has access to their inventory, and our team works closely with each client to pick the demand partners that best match their needs. In addition, Admeld also handles contracts with demand partners, technical integrations, and billing consolidation for each of its clients. Admeld provides an existing marketplace that connects demand, supply, and data in a very transparent and efficient and real-time environment.

In its first eighteen months, Admeld worked primarily as an ad network optimization platform for publishers—connecting them with more than 200 ad networks. The platform processed impressions through traditional ad tags, and leveraged predictive algorithms to create network ‘daisy chains’ that generate the highest expected revenue values for each impression. Though the company has since evolved become a leader in Real Time Bidding and data integration, **Admeld has maintained its deep relationships and technical integrations with traditional ad networks. The result is that every impression we process has more buyers competing for it, which thereby increases the price for our clients.**

In 2009, the large ad agency conglomerates began shifting their strategies to from “buying brands” to “buying audiences” using sophisticated algorithmic buyers called Demand Side Platforms (DSPs).<sup>1</sup> Admeld anticipated that this flow of budgets would increase, and built the technical infrastructure to give publishers access to these spends. Over the past year, we have created tools for publishers to identify their most valuable audience segments and then package them for sale.

---

<sup>1</sup> A current diagram of all trading desks and corresponding DSPs is in the Appendix of this document.



#### RTB Auction Participants

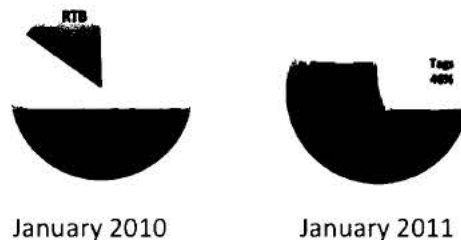
- Supply  
Media Owners engage Admeld to maximize their revenues. Sellers deliver impressions via ad tags, server APIs, or mobile SDKs.
- Demand  
Advertisers and Trading Desk use high-tech platforms that execute buys using data.
- Data  
In an online environment, data providers utilize browser cookies to recognize users and create audience segments. In a mobile environment, reliable third party data remains elusive.

Admeld's first RTB bid was conducted in July 2009 – making Admeld one of the first companies to embrace this new ecosystem. Admeld now runs a publisher-centric auction environment that brings together supply, demand, and data in a scalable global solution. **Today over 11 billion bids are executed on the Admeld platform every day** – making Admeld the largest, independent practitioner of RTB behind Google.

In Admeld's unified auction each impression is awarded to the highest-paying qualified buyer - whether they are bidding via RTB or via traditional ad network tags. Each auction is completed within 50 milliseconds. **In this relatively early stage of the market, the fact that Admeld can pit ad networks against RTB buyers in every auction generates maximum revenue at almost a 100% fill rate.**

Over the last 12 months RTB has taken the North American agency landscape by storm. In January of 2011, 15% of Admeld's impressions were monetized through RTB. Today, over 55% of Admeld's impressions are sold via RTB and programmatic buys. We believe that this trend will continue in Europe, and also flow into mobile and video.

#### Percentage of Spend on Admeld



## The Benefits of Real Time Bidding

RTB offers both sides of the transaction significant transparency and control.

### Benefits for Buyers

- Buyers can analyze each impression and make a real time decision about the price they are willing to pay—a significant improvement over the bulk buying of the ad network days.
- Buyers can “listen” to each publisher impression, leading to greater reach and less waste.
- Refined targeting with greater data integration.

### Benefits for Publishers

- Higher rates and access to more budgets. On average, buyers pay a 2 to 3x premium on RTB over traditional ad tags.
- Robust pricing protection through floors that preserve publishers’ revenue and reduce channel conflict.
- Increased transparency through granular reports on impressions, audience segments, and individual advertisers, buyers, and individual bids.
- Greater efficiency through the elimination of passbacks.
- Reduction of discrepancies.

## Admeld RTB

The Admeld platform has three unique features to maximize the above benefits for network operators: Advertisers Level Analytics, Automated Blocklist Management, and Audience Analytics.

### Advertiser-Level Analytics

When buyers submit a bid through Admeld, the platform requires them to reveal the corresponding advertiser. As a result, Admeld can reveal real-time and historical analytics about the buying and bidding patterns of specific advertisers. This offers an unprecedented level of transparency.

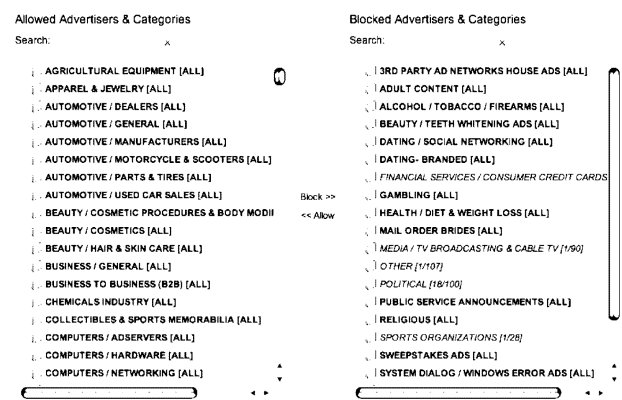
#### Advertiser Report from 12/13/2010 to 12/13/2010

Export Report

Network	Category	Advertiser	Date	Impressions	Bid Cpm	Publisher Revenue	Publisher Close
⊟ All Providers	⊟ All Categories	⊟ All Advertisers	⊟ All Dates	3,433,842	\$6.03	\$12,433.48	!
Invite Media :: 300	⊟ All Categories	⊟ All Advertisers	⊟ All Dates	1,088,440	\$5.20	\$3,686.87	!
		GM :: 52	⊟ All Dates	340,449	\$4.14	\$1,120.42	!
		SHUTTERFLY :: 829	⊟ All Dates	107,860	\$3.75	\$352.13	!
		TD AMERITRADE :: 451	⊟ All Dates	85,020	\$7.47	\$304.31	!
		VERIZON :: 1003	⊟ All Dates	82,011	\$5.85	\$284.12	!
		DIRECT TV :: 1284	⊟ All Dates	53,834	\$5.56	\$182.60	!
		BELK :: 1348	⊟ All Dates	44,695	\$11.66	\$174.87	!
		AT&T :: 981	⊟ All Dates	41,374	\$4.29	\$145.15	!
		US CELLULAR :: 1002	⊟ All Dates	30,628	\$5.00	\$102.84	!
		LENOVO :: 1254	⊟ All Dates	26,370	\$3.91	\$86.39	!

Automated Blocklist Management

We can automatically block specific advertisers based on publisher business rules at the time of transaction. Through a simple UI, publishers can block entire categories (e.g. automotive), or just particular advertisers (e.g. Porsche). Alternatively, media owners can set floor prices against certain advertisers/categories, thereby reducing channel conflict.



Audience Analytics

Admeld makes audience data actionable. Admeld has seamless integrations with more than 20 top data providers, such as BlueKai, TARGUSinfo, Peer39, and others. As the media owner’s inventory passes through the platform, Admeld combines it with data and pricing information to give the seller true market intelligence on the composition and value of their inventory. In addition, we give advertisers the ability to purchase targeted audience segments based on that data. This existing infrastructure can be utilized to expose carrier data into the ecosystem in a safe and transparent fashion.

Segment data for TARGUSinfo on property: All Websites, Feb 22, 2011

Export Report

Segment	Impressions	Uniques	% Audience	CPM	RTB Impressions	Bid CPM	Close CPM
Age (6)							
45-54	3,942,472	239,774	5.20%	\$0.98	308,783	\$5.04	\$2.99
35-44	3,755,600	238,543	5.20%	\$0.99	296,976	\$5.06	\$2.99
55-64	2,705,263	164,458	3.80%	\$0.99	215,103	\$4.99	\$3.00
25-34	2,344,677	156,905	3.40%	\$1.00	192,981	\$5.08	\$2.98
65+	1,488,793	92,196	2.00%	\$0.98	115,835	\$5.02	\$3.00
18-24	658,122	45,149	1.00%	\$0.97	47,622	\$5.06	\$2.96
Gender (2)							
Male	10,138,942	630,102	13.70%	\$0.99	832,606	\$5.09	\$2.99
Female	5,552,002	353,768	7.70%	\$0.99	428,640	\$4.98	\$2.99
Individual Segments (92)							
6 Affluent Suburban Middle Aged Home Owners Without Children	366,725	21,897	0.50%	\$1.00	30,771	\$5.20	\$3.02
20 Affluent Suburban Middle Aged Home Owners With Children	351,551	20,911	0.50%	\$1.03	32,247	\$5.19	\$3.00
71 High Income Suburban Middle Aged Home Owners With Children	348,641	22,066	0.50%	\$1.00	28,966	\$5.05	\$2.98

This data integration serves every part of the ecosystem. Publishers can use it to sell their impressions with data overlays, networks can use it to execute targeted buys, and DSPs can use it to make their buying algorithms smarter.

### The Birth of Secondary Premium

The sum total of all this change has led to the emergence of a new tier of ad inventory. The black and white world of “premium” vs. “remnant” no longer applies when an ordinary impression can be enriched with audience data and sold via RTB at a \$15 CPM.

Monetization Today	Direct	\$20
	Premium Agencies	\$8
	Remnant	\$1
Monetization with RTB	Direct (w/ data)	\$20+
	Premium Agencies (w/ data)	\$8+
	Indirect premium via RTB (w/ data)	\$2 - \$4+
	Blind networks	\$1

Over the last few months, Admeld has witnessed initial signs that transparency and increased competition may extend RTB to all types of inventory. In December of 2010, we witnessed a guaranteed programmatic buy for \$1 million, and in January of 2011 we received our first bid exceeding \$50 CPM.

## Admeld Mobile

Over the last 15 months, Admeld has been monetizing mobile in-application and mobile web impressions for publishers such as:

- Answers
- IGN
- Pandora
- Oneriot
- Citysearch
- Ask.com
- Pinger
- Topix
- Weather.com
- Demand Media
- Burst Media
- Weather.com
- Where.com
- Guardian
- eBuddy

Today Admeld already processes over 4 billion mobile impressions per month. Admeld has extended its core platform and expertise into mobile, and is now able to successfully monetize impressions across multiple mediums on a unified platform.

The core architecture remains intact, and our expertise in network integrations has helped us connect to traditional mobile networks. The connectivity to online ad networks comes in handy for those publishers that want to serve 300x250 or 728x50 banners into their tablet inventory, as these sizes are not supported by mobile networks. In addition, the existing bidding infrastructure and connectivity to 35 Demand Side Platforms gives us a clear lead in mobile RTB. We have expanded our existing bidding API to contain mobile specific fields, such as location, handset, and publisher supplied data.

Admeld has also created a handset recognition database, integrated multiple mobile ad servers, and will release a new set of ultra-lightweight SDKs in March 2011.

Finally, it is important to note that almost 80% of our impressions already contain some sort of targeting criteria. Often, these are supplied by the publisher through registration data, or from the handset itself. We have found that gender, category, and location currently seem to have the highest impact on CPM rates. Impressions that contain targeting are currently monetized 20-40% higher CPM rates.

## Schedule 2 – Proposal

### **The Admeld Solution**

As it relates to the GSMA request for proposal, Admeld would like to propose to create a semi-private exchange for the GSMA. This managed solution will integrate with individual network operator ad servers, the MMM, operator data sets, *and* bring Admeld's existing relationships with media owners, and demand sources to the table.

Admeld already integrated many of the ecosystem participants, and will bring this existing and flourishing marketplace to the GSMA. On a daily basis Admeld receives over 11 billion bids, giving the company unprecedented experience and scale with regards to the monetization of impressions, and data.

**With the Admeld solution in place, participating carriers continue to utilize their preferred, local ad server, and at the same time expose their data and inventory to any global demand source through a very secure and controlled platform.** More importantly, Admeld has experience in making data actionable, as the company enriches impressions by processing data of 20+ of the top data providers. This allows data providers to sell their data in a highly actionable environment on a per impressions basis. (See Schedule 4 Diagram in executive summary for full illustration).

Under the overall guidance of the GSMA, network operators will be able to configure the platform to their individual needs. This will include the selection of specific demand partners, ad servers, and networks. Most importantly, each network operator data set will be protected and exposed only to that operator's selected demand partners. This setup has recently been termed a "private exchange".

Since November of last year, Admeld has rolled out some of the industry's first private ad exchanges on behalf of The Weather Channel, quadrantONE, IDG Tech Network, and CBS. The product represents a culmination of the sell-side technology Admeld developed over the company's history. A private exchange is a highly-customized, invitation-only marketplace in which a publisher (or an allied group of publishers) can sell directly-to-buyers such as ad agency trading desks. In contrast to the large, general ad exchanges, private exchanges offer much more granular pricing controls, insights, and reporting. For instance, instead of just assigning floors and blocks to individual trading desks, DSPs, and advertisers, private exchange publishers can create rules and prioritization based on multiple combinations of those players. The proposed solution is in essence a version of a private exchange for each individual carrier.

## Specific Answers to Schedule 2 Questions

### 1.1 Release cycles

Admeld is already fully compliant with (R2), including integration of third party data sources and the integration of real time bidding as part of the ad decision. As such we propose to collapse the release schedule, and implement both releases at the same time. More importantly, we believe that many of the functionalities described in (R1), and the internal and external system required to implement the user stories in section 5 should all be part of one hub to with multiple vendors connecting through API integrations.

We believe that each advertising ecosystem participant (Media Planer, Media Buyer, Creative Agency) is accustomed to utilizing their own tools to plan, book, and analyze campaigns. This is especially true for participants operating in multiple international markets. We believe that it is constraining to require the entire ecosystem, across all GSMA regions, to use a single interface. Instead of providing a single dashboard to the industry, Admeld would propose to give each buyer and planner the ability to continue to use their existing tools. Admeld is already connected to many of the tools that are currently in use by various agencies. **We propose to make supply and data accessible to any demand interface.**

We believe that agencies will use five methods to launch advertisements onto media properties:

- Direct sales which utilize publisher ad servers
- Ad Networks that buy buckets of inventory
- DSPs that execute programmatic buys
- comScore and other cross publisher planning and booking tools
- Admeld buyer interface

Admeld can be the central hub to manage the inventory and data, and connect to all these interfaces. This approach gives each operator the flexibility to continue to use their existing ad server, and it gives the industry the ability to continue to use the interfaces that they are used to. In addition, this system could be connected to a general buyer interface, such as the comScore MMM system. Admeld would be able to provide open APIs for ad serving, reporting, and buying to each ecosystem participants. Finally, it is important to note that Admeld has the ability to open a graphical user interfaces to agencies and buyers, if they desire this.

### 2. Timescales and Key Milestones

This proposed solution will also allow each carrier to implement the solution at their own pace. The general solution will be available for the GSMA and each carrier from day one. Each network operator could specify which data, and inventory sources they want to connect to individual demand sources. That way the GSMA does not need to wait for each carrier to be ready, but instead can implement participating carriers as they are ready.



### 3. Product and Services

Instead of providing a single interface to the buy side ecosystem, various entities will perform the functions of the MAM and the MIX. Admeld will connect to these entities via API and Tags, and expose data and impressions to various system components based on individual operators configurations.

#### Planning:

Planning will occur via comScore and other census level approaches + Admeld Dashboard + Admeld API into other planning tools as needed

#### Booking:

There will not be a central booking interface, but multiple ways to book a campaign: Ad servers, Ad Networks, DSPs, comScore, Admeld Dashboard

#### Ad Decisioning:

Admeld currently provides ad decisioning on over 1.7 billion advertisements per day. We propose that Admeld becomes the central ad decision hub.

#### Creative Asset Registry:

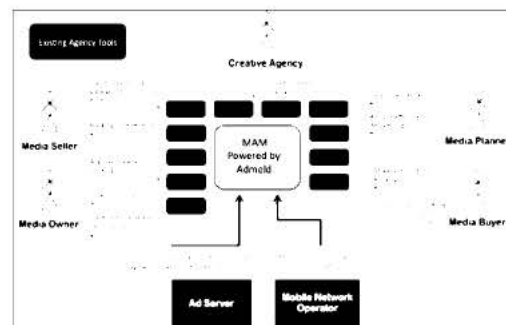
Publisher or operator level ad servers would remain the creative asset registry. Ad servers will always receive the first call from the Admeld platform, giving first party campaigns highest priority. Only if the media owner's first party ad server has no ad, will the request be exposed to the rest of the ecosystem.

#### Real-Time-Bidding:

Admeld's core functionality. As such we propose that Admeld takes on this responsibility.

#### Integration with Existing Functional System Components

Admeld will offer its supply APIs, demand APIs, and data connector to the ecosystem.

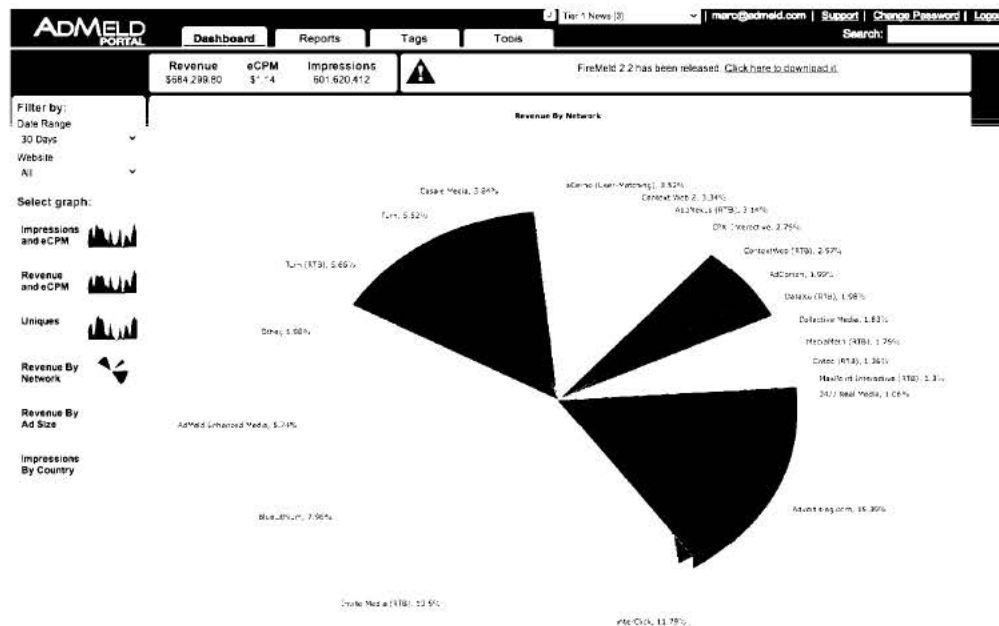




## Reporting

Admeld offers a reporting dashboard that generates reports on a near real-time basis for impressions, clicks, revenue per impression, data usage, and advertisers. In addition, we can offer detailed APIs to any other system component (including MMM, Ad servers, and carriers). This reporting API could be utilized to give end consumers the ability to see who advertised to them.

### Admeld Reporting Dashboard



## 6.1 System Operations and Management

We are proposing to integrate operator data assets into the existing marketplace, which will be operated by Admeld. We will enable operators to configure the platform to their individual needs. This will include the selection of specific demand partners, ad servers, and networks. Most importantly, each network operator data set will be protected and exposed only to that operator's selected demand partners. This setup has recently been termed a "private exchange".

Admeld will not charge the network operator for the creation of the private exchange. Instead we will take a revenue share of the transactions that occur on the platform. Network Operators will be able to monetize their data, and Admeld will not take a share of the data monetization.

## 7.1 Service Levels

The outlined availability requirements are realistic and Admeld can comply with these requirements.

## 7.2 Indemnification

AdMeld shall provide the standard representations and warranties that relate to its providing technology and services to the GSMA. Such representations and warranties relate to corporate good standing, compliance with law, copyright, trademark and IP rights and infringement protection, and, subject to standard negotiated carve outs and limitations, representations regarding Publisher content, data collection by AdMeld, uptime (as governed by our standard Service Level Agreement), Publisher content, and Advertisement content (to the extent we have the relationship with the Buyer). AdMeld shall also provide indemnity protection to the GSMA regarding any third party claims concerning Intellectual property, copyright, trademark rights, and, subject to standard negotiated exclusions and limitations of liability, indemnity regarding certain representations and warranties that the parties agree best allocate the risk profile of the relationship to the appropriate parties.

## 8. Timeline

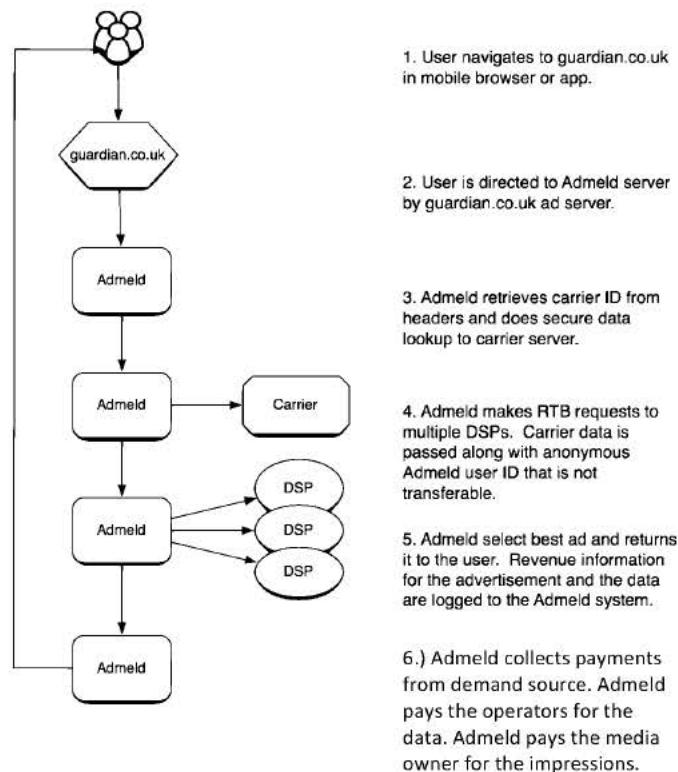
The outlined timeline requirements are realistic and Admeld can comply with these requirements.

## 9. Acceptance

9.1 Admeld had read and understood the roadmap and agrees that it is possible to execute on it

9.2 As outlined in Schedule 5, Admeld pays the operator for data that was used by the ecosystem.

9.3 Admeld will deliver a full test and acceptance plan once the MAM participating have been defined. The user journey utilized for financial reconciliation is as follows:



## **10. Implementation**

We accept the implementation requirements as produced in Schedule 2 Section 10, and we understand that prior to implementation of MAM Admeld will produce for approval by the GSMA the documents identified in this section.

Without knowing the individual participants in the final solution, it is difficult to produce a realistic product timeline and implementation schedule. Once we understand how the MAM will be implemented, and which ecosystem participants will participate, we can produce a detailed project plan and resource plan.

The Admeld solution is operational today. Implementation depends on the availability of carrier data, and the integration of such data. Admeld had a chance to look at the Pathfinder API for general data retrieval, and we believe that it could be integrated within a few days. Such data would then have to be test and go through a Q&A process, before it could be submitted to the ecosystem. In addition, we could integrate with the individual operator's ad server.

### **In general we believe that it will take Admeld:**

- 1 week to implement new carrier
- 2 weeks to test new carrier data
- 1 week to implement new ad server
- 1 week to test new ad server
- 2 week to implement new DSP
- 2 weeks to test new DSP
- 2 days to implement new ad network
- 4 days to test new ad network

### **The Dependencies for a successful implementation are:**

- Cross-vendor interoperability for data
- Unique identifier being passed to Admeld (in real-time)  
(Ideally through the header of the mobile web session)
- Ad server carrier data available in a standard API format

## **11. Data Security**

Our data centers are located in 4 cities around the world – London, Somerset (NJ), San Jose (CA), and New York. The first three are used for ad serving and real time bidding. In addition, the NJ data center hosts our booking and reporting website as well as our data collection and reporting backend. The New York data center is used for internal analytics. The former three data centers are managed by DataPipe, which is a member of the PCI Security Standards Council and has successfully completed a SAS 70 audit. All of our servers are behind firewalls, with limited access to each other and to the outside network. In our past integrations with third party data providers, the information we receive about a user is non-personally identifiable. No sensitive information about a user is sent to us, nor would we store it. The request/response chain is made as either a server-to-server called with a shared cookie space (CNAME), or through piggyback pixels. In these implementations, the information shared about a user is usually obscured and is often limited to a unique user id and a segment id for a pool of users to which this user belongs. Segment definitions are shared with us off-line, and we use the mapping for analytical purposes. While the bid

response data is sent in clear text JSON, our bidders will often open firewall access to specific IP ranges corresponding to our servers. This provides a level of security for the bid information. In addition, we are building out HTTPS support for more secure real time bidding. All data in the request/response chain is logged for auditing purposes and is keyed on a request GUID, unique per impression.

## **12. Regulation and Data Privacy**

### **Introduction**

Admeld understand and accepts the privacy regulations and requirements. Admeld has an excellent understanding of the regulatory environment that governs the MAM, particularly in the UK and the EU. The following provides a summary of that regulatory environment as it applies to the activities of the mobile network operators ("MNO"), Admeld, and other participants in the MAM.

### **Overview**

The interception, retention and/or processing of communications data, personal data, location data and traffic data sourced from mobile phone users (referred to here as "user data") is heavily regulated in the EU and the UK across a number of different Directives and Acts, depending on the type of data and the activity undertaken in respect of that data.

### **The Data Protection Directive/Act**

The activities of the MNOs and (possibly) Admeld, in addition to the data providers, publishers and advertisers who participate in the MAM, may attract the application of the EU Data Protection Directive (95/46/EEC), which was implemented in the UK by the Data Protection Act 1998 ("DPA"). Whether or not the DPA applies to the activities of the various participants in the MAM will largely depend on exactly what type of user data is collected by the MNO or on the MNO's behalf, and whether that data is truly anonymised and aggregated (i.e. is it personally identifiable by anyone in the processing chain, either alone or in combination with other data?). The RFP does not specify exactly what user data will be input into the MAM, other than to indicate (on page 17) that the user data will be segmented based on age, gender, region/location and geo-demographic classification (and other high-level segmentation variables). Admeld understands that this user data will be made available on the API as anonymised and aggregated user data, so that to all persons who access the API the user data is not personally identifiable. However, simply because the user data may appear as anonymised to participants who access the API does not mean that the user data cannot be linked back to the user by the MNO, as the MNO may be in a position to combine that data with the IP address assigned to the subscriber or user during a given session. Or where an anonymising unique identifier is assigned to a user before collecting data about their browsing history, the MNO may be in a position to combine that identifier with the IP address. In those cases, whether in combination with billing or account information, the MNO might be able to at least identify the subscriber. As such, despite the user data appearing aggregated and anonymised to all participants in the MAM who process that data, the MNO may be deemed to be processing personal data and therefore be required to comply with the DPA as a data controller. All other participants in the chain, including Admeld, will become data processors, unless they are deemed to be

co-controllers. However without further detail at this stage in the tender process, it is difficult to provide a definitive answer on this point

Admeld notes that the subscriber of a mobile phone may not be the user of a mobile browser, making it impossible to link the information derived back to a single user. However, it is the view of the Information Commissioner contained in his Personal Information Online Code of Practice published in July 2010 that all the information collected should nonetheless be treated as it were personal data.

Best practice principles would suggest that all participants in the MAM, from the MNO to the advertiser, should proceed on the basis that the user data is personally identifiable and the DPA applies. This means that data controllers, most likely the MNOs, will need to comply with the data protection principles set out in Schedule 1 to the DPA. The first principle is that data must be processed fairly and lawfully. Two of the pre-conditions to this principle are that:

- the individual has consented to the processing; or
- the processing is necessary for the legitimate interests of the data controller or a third party to whom the data is disclosed, except where it is unwarranted because it is prejudicial to the individual.

In the absence of consent, the MNO may be able to rely on the second pre-condition. However, Admeld notes that the RFP provides throughout that user consent will be obtained. Certainly if any sensitive data is obtained from the user (such as information relating to a person's race or ethnic origin, political opinions, physical or mental health and so on), and processed by participants in the MAM, then explicit consent will be required in order to use that data for the purposes of targeted marketing. Admeld, as a data processor, would be seeking guarantees from the MNO and data providers that they have obtained this consent.

Even where one or more of these pre-conditions is satisfied, there is still an obligation to ensure the processing is otherwise fair. It is unlikely this will be met if users are not informed, at the very least, that their data is to be used for targeted advertising.

The RFP is not clear as to the type of consent which will be obtained from a user or subscriber, other than to say that it will be 'appropriate'. Admeld understands that such consent will be on an "opt-in" basis, which will be obtained from the management or accounts page the subscriber has with the MNO. The DPA and the Data Protection Directive require consent to be freely given, specific and informed. Without knowing further details, Admeld considers that an express consent on an "opt-in" basis with accompanying information that specifically describes the uses for which the user data will be collected, and by whom it will be processed (so that Admeld and the other participants in the MAM are covered), should be 'appropriate' to satisfy the regulatory burden. Similarly, the user consent to the MAM must be able to be easily withdrawn.

In addition to the principle of fair and lawful processing, the data controller, most likely the MNO of a user, must comply with the other seven data protection principles set out in the DPA.

It is worth noting that the Data Protection Directive is currently under review by the EU, which wants to strengthen individual's rights by increasing transparency, increasing their control over their personal data and ensuring that consent, where provided, is given freely and informed. The European Commission is expected to introduce draft legislation this year. All participants in the MAM will need to be aware of this new legislation when enacted, and of course the implementing legislation at a local level. The European Commission's comments indicate that regulatory obligations are likely to increase in comparison to the current regulatory environment.



## Other Regulation

### Interception/ Surveillance: the e-Privacy Directive/ RIPA

To the extent that MNOs will be using DPI or other interception or surveillance style technology in order to collect user data, they will need to comply at an EU level with the requirements of the e-Privacy Directive (2002/58/EC), and with the Regulation of Investigatory Powers Act 2000 ("RIPA") at a UK level. The e-Privacy Directive requires EU Member States to prohibit unlawful interception and surveillance unless the users concerned have consented. At present, RIPA provides that it will be an offence for a person to intentionally and without 'lawful authority' to intercept, at any place in the UK, any communication in the course of its transmission by means of a public telecommunication system. Interception is deemed to be lawful when the interceptor (i.e. the MNO) has reasonable grounds for believing that consent has been given by the sender and recipient, or that the targeting is connected with the provision or operation of the telecommunications service.

This again highlights the importance of obtaining freely given, specific and informed consent of the users prior to obtaining their data to input into the MAM, but as RIPA requires both the consent of sender and recipient, there will also be particular challenges with ensuring that the intended recipient of the communication (i.e. the website publishers in relation to the content of the website(s) being browsed by the user) have provided consent to the interception. Without knowing further detail on exactly the type of user data that will be collected by the MNO or the technical process of collection, the extent to which RIPA will apply to the activities of the participants in the MAM is not immediately apparent. It may not apply at all, as RIPA exempts the interception of data which can be categorised as "traffic data" (discussed below) in certain circumstances.

### Traffic data: the e-Privacy Directive/ PEC Regulations

The MAM may incorporate and use a user's "traffic data". The e-Privacy Directive allows public communications providers (i.e. the MNO) to use traffic data for marketing purposes with the user's consent. Traffic data, as distinguished from the content of the user data, is dealt with separately under EU and UK law. "Traffic data" is defined by the e-Privacy Directive and the Privacy and Electronic Communications (EC Directive) Regulations 2003 ("PEC Regulations") as any data processed for the purpose of the conveyance of a communication on an electronic communications network or for billing, and data relating to the routing, duration or time of a communication. "Consent" means the same as in the Data Protection Directive – it must be freely given, specific and informed. 'Prior' consent must be obtained, rather than on an "opt-out" basis.

Despite this permission to use traffic data for marketing purposes, significantly for the MAM there is a question as to whether this extends to the use of traffic data for the display of third-party advertising. Under the PEC Regulations, the provider of the public communications network (i.e. the MNO), or a processor acting under his authority (i.e. Admeld and the other MAM participants) must only process the traffic data if such processing is for the purpose of marketing electronic communications services, or for the provision of value added services to that subscriber or user, and the subscriber or user has given consent to such processing. Further, such processing is to be undertaken only for the period necessary for those purposes. The user must be provided with information prior to obtaining his/her consent which sets out the types of traffic data and the duration of such processing. As the display of third-party advertising does not normally constitute 'marketing of electronic communications services', to bring the processing of a user's traffic data in the MAM within the scope of the permission in the PEC Regulations, the MNO and other participants in the MAM would need to position the processing as 'necessary' for 'providing a value added service'. This is defined broadly to mean any service which requires the processing of traffic data or location data beyond that which is necessary for the transmission of a communication or billing. Further, as user consent is also a requirement and EU law now requires this consent to be obtained 'prior' to the collection and processing of the traffic data, Admeld considers that 'appropriate' user consent to the collection of traffic data for the purposes of the MAM should be provided on an "opt-in" basis only.

#### Location data: the e-Privacy Directive/ PEC Regulations

The RFP indicates (at pages 17 and 18) that user data may include location data. The processing of location data, like traffic data, is dealt with at an EU level by the e-Privacy Directive, and in the UK via Regulation 14 of the PEC Regulations. Location data is defined as any data processed which indicates the geographical position of the terminal equipment (i.e. mobile handset) of a user.

Location data may only be processed (whether it is processed by the MNO, by Admeld or by other participants in the MAM) if the user cannot be identified, or if identifiable, the location data is necessary for the provision of a value added service and consent of the user has been obtained. Even though "value-added service" is defined broadly (as discussed in the paragraph above), if it is confirmed by the GSMA that location data will make up some or all of the data input into the MAM, consideration will need to be given as to whether the user is personally identifiable (following the same line of argument as discussed in relation to the DPA above). If so, is processing of that data 'necessary' for the provision of the targeted advertising? Further, does the consent of the user cover everyone in the chain (because the restriction in Regulation 14 applies to all processors of the user data, not just the MNO)?



Additionally, if the user can be identified, the PEC Regulations also provide that prior to obtaining consent the communications provider (the MNO, not Admeld) must inform the user of the types of location data that will be processed, and the purposes for which it will be processed (amongst other things). The user must be given the opportunity to withdraw their consent each time they connect to the network or transmit a communication.

#### Cookies: the e-Privacy Directive/ PEC Regulations

If cookies are going to be used by the MNO to collect the user data, then depending on the type of cookie the MNO will need to comply at an EU level with the e-Privacy Directive, and with the PEC Regulations in the UK. However this regulation only relates to cookies which are stored in the "terminal equipment" (i.e. the handset) of the user, not, it would seem, to server-side cookies which are commonly used in mobile browsing.

#### Data Retention Directive/ Regulations

More generally, MNOs operating within the EU are compelled to comply with the Data Retention Directive (2006/24/EC). The Data Retention Directive requires MNOs (and other communication service providers) to retain a wide range of data for six to twenty-four months, so that it may be disclosed to public authorities for the purposes of the investigation, detection and prosecution of serious crime. In the UK, the Data Retention (EC Directive) Regulations 2009 implement the requirements of the Data Retention Directive. Under the Data Retention Regulations, MNOs must retain all relevant communications data (including internet communications data such as the name and address of a user and IP address or unique identifier allocated to that user per access to a mobile browser) for a period of 12 months. Some of this retained communications data, as Admeld understands it, may be used by the MNOs for the purposes of the MAM.

#### Obtaining consent from minors

Some consideration may need to be given to the issue of obtaining consent from users who are minors. The DPA and Data Protection Directive does not specifically deal with the issue of minor's consent, however the Information Commissioner in the UK has provided the following guidance where a user is aged 16 years or under:

"Personal data must only be collected from children with the explicit and verifiable consent of the child's parent/guardian unless that child is aged 12 years or over, the information collected is restricted to that necessary to enable the child to be sent further but limited online communications and it is clear that the child understands what is involved."

## Conclusion

Whether or not some or all of these various pieces of regulation apply to the activities of the participants in the MAM will become clearer during this tender process and also system integration and testing phase. However, what is clear is that the common tie for compliance with nearly all the applicable Directives and Acts is that consent of the user or subscriber should be obtained to cover the activities contemplated by the MAM, and such consent should be freely given, specific, informed and broad enough to cover all participants in the chain, including the MNO, data provider, Admeld, publishers and advertisers.

### **13. Corporate and Social Responsibility**

Admeld is committed to making the online advertising and marketing ecosystem a better place, doing so through a combination of technology and consultative services delivered by the industry's best and brightest people. As we develop these products and services, it is always with an eye on ensuring that our actions do not adversely affect the environment. And in fact, when it comes to evaluating the environmental impact on our operations, it is also through a combination of technology and people that we accomplish these goals. Admeld takes great care in ensuring that its operations are not causing negative implications for the environment.

Like our product suite, it is this blend of technology, and people driven initiatives, that we feel differentiates Admeld from others. From technical solutions like Echosign, to our Green Team in our New York office, our efforts leverage our human capital and cutting edge technology to ensure that as Admeld's growth continues, it does not come with an environmental price tag.

A sampling of our initiatives is included below:

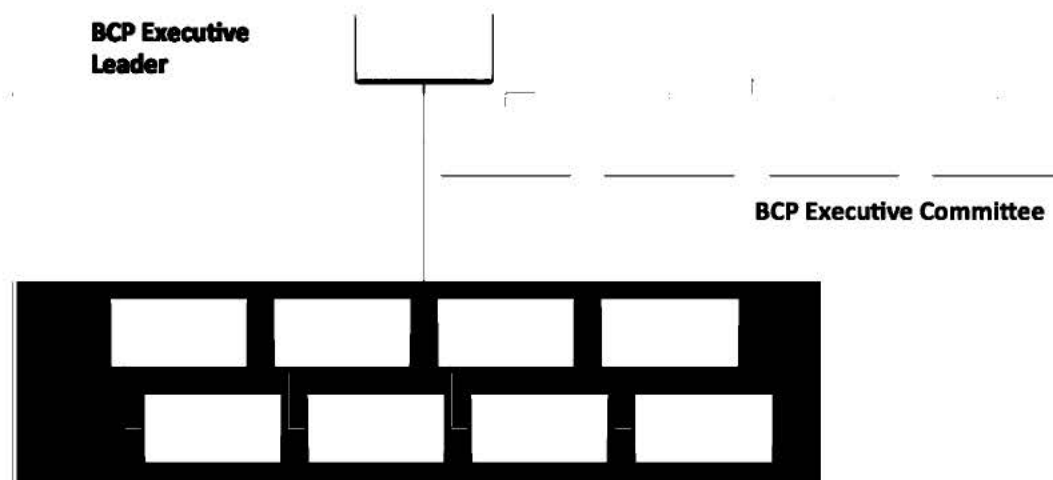
- In 2010, the Admeld "Green Committee" was formed to identify ways in which Admeld employees could minimize our impact on environment. Outcomes included: Reduction in ordering of paper cups for office, and increased use of ceramic, reusable mugs, replacement of individual bottles of water, with larger bottles via central location.
- In 2010, Admeld recognized that the amount of paper that was being used to send insertion orders back and forth was unacceptable. Apart from being unproductive, it also had an impact on the environment. Admeld invested in a new paper-free document solution called Echosign, which allowed us to virtually eliminate all paperwork required to get a campaign up and running. According to estimates from Echosign, by moving to a paperless contracting process, our average customer saves over 12,000 sheets of paper, 100 pounds of solid waste, and 1,000 gallons of water a year. The case study conducted with Echosign is posted online.
- From a hardware perspective, we continue to re-use old machines instead of discarding them. Typically, we utilize old laptops or desktops as test machines for troubleshooting client related issues.

- To reduce the amount of travel required of Toronto Admeld to NY, in 2010, Video Conferencing equipment was purchased. This has eliminated the need for quarterly visits for up to 10 engineers.
- Early on at Admeld, the decision was made to go completely paperless in terms of publisher statements. All statements for Admeld publishers are posted online and distributed via email.
- Admeld has partnered with green Data Center provider "Data Pipe" for 100% of our ad serving infrastructure.

#### 14. Business Continuity and Disaster Management

If a major incident/disaster occurs, the Admeld Crisis Team (ACT) will be convened and the situation assessed. It will be the responsibility of this team to decide whether or not to implement any specific Business Continuity Plans. The format of the ACT is illustrated in the following diagram:

### Admeld: Business Continuity Planning Model



This Business Continuity Plan (BCP) will be activated by the BCP Executive, as identified in the plan. When an emergency has been declared by the ACT, BCP Team Leaders will report directly to the ACT Crisis Executive for the duration of the emergency. All ad hoc requests for decisions, assistance with facilities, acquiring outside services, etc. will be directed by the BCP Executive. It will be the BCP Team Leader's responsibility to contact all team members or their alternates and ensure that they convene (either in person, or via conference call) as mandated by the ACT Crisis Executive. The ACT Crisis Executive will be responsible for the successful implementation of this plan, with Team Leaders being held accountable for their specific sub components.

**Admeld Crisis Management Locations**

In the event that the primary Admeld location is unavailable, the following strategies will be employed to ensure continued operations during crisis:

*Alternate Sites* – Alternate sites for operations will depend on the nature of the event, but include:

- Admeld Toronto Location
- Admeld Corporate Suite
- Remote Work (From Home)

*Communication* – To facilitate communication during crisis, the following emergency dial-in will be used: Dial-In: 877-8\*\*-70\*\* Participant: 48\*\*\* Host: 37\*\*\*

**Admeld Crisis Team Contact List**

Name	Direct	Title	Ext	Mobile	Skype	Birthday	AdMeld Start
Adam Klee	646.442.8203	Dir. of Ops & Client Services	8203		adamt5533	11/27/2011	8/28/2008
Alan Davison	646.442.8210	CFO	8210		adavison2	1/12/2011	4/1/2009
Ben Barokas	212.244.1662	Co-Founder & CRO	1662		benbarokas	8/10/2011	10/3/2007
Brian Adams	212.244.1663	Co-Founder & CTO	1663		brianadamsnyc	1/10/2011	10/3/2007
Brian Kane	646.442.8204	Vice President	8204		bkaneadmeld	1/1/2011	1/12/2009
Briann Gagnon	646.442.1594	Executive Asst./Office Mgr.	1594		brigagnon	1/3/2011	8/2/2010
Chris Scott	646.775.4807	VP Publisher Development	4807		chris_d_scott	3/5/2011	4/20/2009
David Hertog	646.442.8218	VP of Marketing	8218		david.hertog	4/9/2011	1/5/2009
Jessica Finkelstein	646.442.8201	SVP, Legal Affairs	8201		jessica-finkelstein	4/9/2011	9/15/2010
Lionel White	646.775.4810	Vice President, Technology Operations	4810		lioneljwhite	Sept 30	2/1/2010
Michael Barrett	646.442.8213	CEO	8213			4/9/2011	11/3/2008
Steve Low	646.775.4811	VP of Finance and Controller	4811		steven-low2	9/22/2011	
Susan Pierce	917.258.1172	Director of Engineering	1172		susanbpierce	7/10/2011	7/6/2009
Thomas Mendrina	N/A	Country Manager (Germany)	N/A		thomasmendrina	4/6/2011	9/15/2010
Tom Jenen	44 (0)203 372 5799 / 646.688.5402	EMEA Director	5402		falk-tom		2/1/2010
Conference Room	917.258.1170						
Courtesy lines	917.258.1174						
	917.258.1173						

## Appendix

<sup>1</sup> Current diagram of all trading desks and corresponding DSPs

### AGENCY RTB LANDSCAPE

HOLDING CO.	TRADING DESK	AGENCIES	SELECT RTB CLIENTS	AGENCIES	SELECT RTB CLIENTS
<b>G</b>	Cartoon	Hill Holliday Initiative Loew & Partners Mullen Universal McCann	American Airlines Chrysler Dodge Genoa Microsoft	<b>Cole &amp; Weber</b> <b>Agis/Carat</b> <b>Morphous Media</b> <b>Ocean media</b> <b>CompassPoint</b> <b>Fallen</b> <b>Outcast Agency</b>	Comcast Crestline Group Harris Digital NYTimes Oxymorix/Kuoni Real Business Partners The Nielsen Company TurboTax
<b>Omnicon Group</b>	Accuen Media	OMD Worldwide PHD	ekamony H&R Block Hewlett Packard Nissan State Farm Insurance		
<b>PUBLICIS</b>	Vivaki	Digitalis Moxie Publicis Modern Razorfish Starcom MediaVest Zenith Optimedia 3M Playworks	AMEX US AstraZeneca/Symbicort BlackBerry Genzyme GM/Chevrolet H&R Block Microsoft Safeco State Farm Insurance Verizon		
<b>WPP</b>	The MG	Ogilvy & Mather Team Detroit <b>GROUP M</b> Mindshare Maxus MECI Mortgage	21st Century Insurance AT&T Domino's Pizza Korak Mazda Royal Caribbean Sprint Volkswagen		
<b>HAVAS</b>	Multiple	MPG Media Contacts	Tyson Carnival Cruises		
<b>MDC</b>	Vorick MM	Nbs i.p. The Media Kitchen DotGlu IMS	Windstream Amman Exchange BMW Vanguard		

These are the agency players using RTB through Admeld as of February 2011. Updates at [www.admeld.com/agencyrtbmap](http://www.admeld.com/agencyrtbmap).

#### AGENCIES THAT GO DIRECT TO DSPs

AGENCIES	SELECT RTB CLIENTS
<b>Cole &amp; Weber</b>	Comcast
<b>Agis/Carat</b>	Crestline Group
<b>Morphous Media</b>	Harris Digital
<b>Ocean media</b>	NYTimes
<b>CompassPoint</b>	Oxymorix/Kuoni
<b>Fallen</b>	Real Business Partners
<b>Outcast Agency</b>	The Nielsen Company
	TurboTax

#### TECHNOLOGY DIRECTORY

<b>ACCORDANT</b> Adaptive Media	<b>MEDIAMATH</b> MediaMath
<b>ADNETIX</b> AdNetix	<b>MAXPOINT INTERACTIVE</b> MaxPoint Interactive
<b>ADVERTISING.COM</b> Advertising.com	<b>PERMUTO</b> Permutio
<b>APPRIEXUS</b> Appriexus	<b>QUANTICAST</b> Quantcast
<b>CHANGEO</b> Changeo	<b>SIMPLE FI</b> SimpleFi
<b>CONTEXTWEB</b> ContextWeb	<b>THE TRADE DESK</b> The Trade Desk
<b>CRITED</b> Cried	<b>TRIGGIT</b> Triggitt
<b>DATAKU</b> Dataku	<b>TUSN</b> Tusn
<b>DOTOMI</b> Dotomi	<b>YAHOO</b> Yahoo
<b>INTE MEDIA</b> Inte Media	<b>XANET</b> Xanet
<b>LUCID MEDIA</b> Lucid Media	<b>Xel</b> Xel
<b>MEDIA DEORES</b> Media Deores	

**Admeld**

**4. Design Constraints**

Design Constraints		Compliance				Q2 '11	Q3 '11	Q4 '11
ID	Requirement	N	R	P	F			
DC-3.2	Errors in data input from an automated process shall be reported to a system administrator.	R					x	
DC-6.1	The system could use the ISO 6709 standard for altitude data if it exists and shall be recorded in meters.	R					x	
DC-8	The solution must support the capability facilitate secure HTTP request and response messages.	R					x	
DC-2.2	The system shall be capable of handling different formats for obfuscation, for example a salted hash.	P				x		
DC-5	All components of the system shall use the ISO 8601 standard for date time stamps with this format YYYY-MM-DD hh:mm:ss when exchanging data.	P						Not in roadmap.
DC-6	All components of the system shall use the ISO 6709 standard for the exchange of latitude, longitude. Latitude and longitude shall be represented using decimal degrees.	P					x	
DC-7.2	HTTP responses where there is no data to return for a request shall contain the HTTP status code of 204 No Content.	P					x	
DC-8.1	Transport Layer Security (TLS) version 1.1 or above shall be supported to provide security to HTTP request and responses messages.	P						Not in roadmap.

**5. Service Availability, Reliability, and Scalability**

Availability		Compliance				Q2 '11	Q3 '11	Q4 '11
ID	Requirement	N	R	P	F			
AVL-2	Downtime for the MIX, Creative Asset Registry and Ad Decisioning components shall not exceed 2 hours per year to achieve an availability of 99.98%.	P						x
AVL-3.1	Scheduled downtime for the Media Planner, Booking, Pricing and Bidding components shall be between the hours of 18:00 and 08:00 local time.	P						x
AVL-3.2	Scheduled downtime should be announced 3 – 5 days in advance to the user community.	P						x

Reliability		Compliance				Q2 '11	Q3 '11	Q4 '11
ID	Requirement	N	R	P	F			
REL-4	The Media Planner, Booking, Pricing and Bidding shall be capable of operating with fault tolerant capabilities.	P					x	

Performance		Compliance				Q2 '11	Q3 '11	Q4 '11
ID	Requirement	N	R	P	F			
PER-3	Data retained in the cache shall be retained for a configurable number of minutes.	P					x	



**6. Security**

Security		Compliance			
ID	Requirement	N	R	P	F
		Q2 '11	Q3 '11	Q4 '11	
SE-1.2	Groups of information services, users and information systems shall be segregated on networks.	N			
SE-3.3	Users shall be required to follow good security practices in the selection and use of passwords.	P			

Not in roadmap.

x

**7. System Interfaces**

System Interfaces		Compliance			
ID	Requirement	N	R	P	F
		Q2 '11	Q3 '11	Q4 '11	
SYS-1	The MAM service shall support all of the system interfaces in the following table. Indicates an external interface to the core MAM products.	P			

x

**8. User Interfaces**

User Interfaces		Compliance			
ID	Requirement	N	R	P	F
		Q2 '11	Q3 '11	Q4 '11	
GUI-2.2	The web-based application should not fail to operate when using older browsers, for example Internet Explorer 6.	N			
GUI-2.3	The web-based applications shall be capable of operating on mobile-devices.	R			
GUI-3.1	Actions taken should have no perceptible delay to the user for the data entry and save operations.	P			
GUI-4.1	User interfaces could support minor presentation changes to support alternative branding options.	P			
GUI-5	All web-based user interfaces could conform to the W3C Web Content Accessibility Guidelines.	P			

Not in roadmap.

x

x

x

x

**9. Planning**

Planning		Compliance			
ID	Requirement	N	R	P	F
		Q2 '11	Q3 '11	Q4 '11	
NFP-1	The system shall support step-by-step guides for the creation of media planning campaigns and media seller packages.				
NFP-2	The system shall support a configurable workflow capability to support the planning process.				
NFP-2.1	The system shall clearly indicate the step of the process the workflow is at.				
NFP-3	The system shall support the definition of creative according to the Mobile Marketing Association MMA → Mobile Advertising Guidelines. <a href="http://mmaglobal.com/mobileadvertising.pdf">http://mmaglobal.com/mobileadvertising.pdf</a>				
NFP-4	The system shall categorise the creative formats according to the MMA guidance. - Mobile Web Banner Ad Units in 6:1 Aspect Ratio - Mobile Web Banner Ad Units in 4:1 Aspect Ratio - SMS Advertising Unit Definitions MMS Advertising Unit Definitions				
NFP-5	The system shall support a configurable list of creative ad servers to be maintained.				

Timing dependent on selected planning tool.

NFP-6	The system shall support a configurable day-part targeting capability covering weekdays and weekends, for example: - Early morning (06:00 – 08:00) - Daytime (08:00 – 17:00) - Evening (17:00 – 23:00) - Late night (23:00 – 06:00)	
NFP-7	The system shall support multiple geographic regions.	
NFP-7.1	The system shall support Pound Sterling (GBP) as the default currency.	
NFP-7.2	The system shall support other currencies than GBP.	
NFP-7.3	The system shall present currencies according to the ISO 4217 standard, for example Euro EUR.	
NFP-7.4	The system shall be capable of support socio-demographic data from a variety of 3rd party sources.	
NFP-8	The system shall be capable of incorporating lifestyle and attitudinal data and other data from 3rd party suppliers.	
NFP-9	The system shall support an automated Request for Proposal (RFP) process between the buy and sell side users.	
NFP-9.1	The system shall support an on-line RFP process.	
NFP-9.2	The system could support a document based RFP process and facilitate document issue and upload of responses.	
NFP-9.3	Document-based RFP process shall accept the exchange and storage of the following document types. - Open Office XML (OXML) (docx) - OpenDocument Format (ODF) (odt) - Adobe Portable Document Format (PDF)	

**10. Booking**

Booking ID	Requirement	Compliance				Q2 '11	Q3 '11	Q4 '11
		N	R	P	F			
BOO-4	All media seller bookings that fails to be made within a configurable number of retires shall have an alert sent to the planner and publisher.	R					x	
BOO-5	The system shall send alerts via email.	R				x		

**11. Ad-Decisioning**

Ad-Decisioning ID	Requirement	Compliance				Q2 '11	Q3 '11	Q4 '11
		N	R	P	F			
NFA-4	The system shall deliver a common model for handing consumer opt in preferences that can be used across different delivery channels, for example mobile web, SMS and MMS.	P				x		
NFA-2	Operator data shall be retrieved dynamically and not persisted to any MAM data store.	P				x		
NFA-5.1	The system shall support configuration of rules to support and fine tune algorithms.	P					x	
NFA-5.2	The system shall be capable of supporting algorithms for: - Frequency capping (limit impressions) - Day parting (time)	P				x		



**12. Creative Asset Registry**

Creative Asset Registry		Compliance				Q2 '11	Q3 '11	Q4 '11
ID	Requirement	N	R	P	F			
NFC-1	The CAR shall deliver a highly available query interface.					Timing dependent on selected CAR system.		
NFC-2	Creative shall be stored in the asset registry.							
NFC-2.1	Creative and associated metadata shall be uploaded to the registry.							
NFC-2.2	Metadata shall include preview and review records data for all publishers.							
NFC-2.3	Metadata shall include the ability for custom tags to be associated with the creative for each published.							
NFC-2.4	The system shall validate or scan customer tags to protect from potential malware.							
NFC-2.5	Creative uploaded shall have a globally unique identifier assigned.							
NFC-3	It should be possible to hold a link to creative stored externally.							
NFC-3.1	The system shall verify the media has been successfully uploaded to remote servers before deleting from the registry.							
NFC-4	Media owners shall have read and write access to the registry.							
NFC-4.1	Publishers shall have read write access for the purposes of authorizing creative content on their web sites.							
NFC-5	Creative requiring cross-domain policy files shall be supported.							
NFC-5.1	XML cross-domain policy files could be stored and maintained in the registry.							
NFC-5.2	Only specific domains shall be allowed read only access to creative.							
NFC-5.3	Allowed access domains shall not default to all domains.							
NFC-6	The system shall permit the deletion of creative by the creative owner.							
NFC-6.1	The system shall support the automatic deletion of creative following a configurable period of time and providing that the creative period of applicability has passed.							
NFC-6.2	The system could support an opt-in historic browse only capability to support a gallery archive of creative.							

**13. Reporting**

Reporting		Compliance				Q2 '11	Q3 '11	Q4 '11
ID	Requirement	N	R	P	F			
RPT-4.2	The system shall support on-demand export of reports data to a Microsoft Excel file format.	N				Not in roadmap.		
RPT-4.3	The system shall support the creation of on demands reports in the PDF format.	N						
RPT-1.3	The system shall allow users to customise and save the default layout of their reporting dashboard.	R						x
RPT-5.1	The system shall use existing Mobile Media Metrics (MMM) data to support report creation.	R				x		
RPT-1.1	The dashboard shall present the reports as a collection of graphical charts.	P				x		
RPT-1.2	The charts shall enable click-through to the underlying data.	P						x
RPT-2	The system shall provide users with the capability to browse and select data for inclusion in a dynamic report.	P				x		

**Product Roadmap**

RPT-2.1	The system shall support configurable measurement capabilities including, but not limited to:	P	x
	- Subscriber-level demographics		
	- Subscriber opted-in preferences		
	- Ad reach/ impressions/ unique audience		
	- Flighting patterns		
	- Campaign effectiveness		
	- Creative type and size		

**14. Pricing and Bidding**

Pricing and Bidding		Compliance			
ID	Requirement	N	R	P	F
		Q2 '11	Q3 '11	Q4 '11	
NPB-4.1	The system shall support an XML interface to enable bids to be made against a publisher's inventory.	N			Not in roadmap.
NPB-4.3	The system shall require registered Respondents to place a minimum amount of bids per month. This minimum amount shall be configurable.	N			Not in roadmap.
NPB-1	The system shall support an extensible pricing capability with the following initial processing models supported.				
	- Cost Per Mille/ Thousand (CPM/ CPT) - Cost Per Action (CPA)	P			x

#### 4. Design Constraints

Design Constraints		Compliance			Solution		
ID	Requirement	Priority	N	R	P	F	N = Non compliant, R = Roadmap, P = Partially compliant, F = Fully compliant
DC-1	The functional areas of the MAM must be modular.	M				F	Our booking system was written using SOA principles, and our ad serving and RTB systems were written to be modular for scalability purposes
DC-1.1	The modules of the MAM should be web-based applications where there is a user interface	M				F	The booking and reporting systems are web-based applications. Ad serving/decisioning is HTTP-based.
DC-1.2	All web-based user interfaces should be based on W3C standards to support a range of client access devices using web browsers and avoid placing deployment constraints on end user systems.	S				F	We cross-test for browser support on all externally-available booking UI tools.
DC-2	The system shall obtain operator data on subscriber preferences on-demand directly from the operators.	M				F	We already have a system in place where we can quickly and easily integrate data and mobile providers. For each impression request, we query the provider for information about a user or page, and this gets fed into our decisioning mechanism.
DC-2.1	The system shall have the ability to access consent and preference information about a participating end user from a persistent obfuscated user Id that is guaranteed to be unique across operators.	M				F	The mechanism for obtaining information is covered in DC-2; the key for each request can be an obfuscated, persistent ID. We are also implementing a hashed UDID for in-application ad serving.
DC-2.2	The system shall be capable of handling different formats for obfuscation, for example a salted hash.	S				P	We handle one format now, can build in others as needed
DC-3	The system shall validate all data input and highlight any errors to the user for correction.	M				F	Fully compliant for our booking system or reporting APIs; this does not apply to our RTB API.
DC-3.2	Errors in data input from an automated process shall be reported to a system administrator.	M				R	For our booking UI, any validation errors will prevent the user from proceeding through the booking process. There is no System Administrator notification, as the user is prevented from entering and saving invalid information. With our RTB API, if any erroneous information is sent in the bid response, the response is ignored, though stats are collected on any errors. The actual content of the errors is not passed along to a System Administrator, though.
DC-4	The clocks of all relevant MAM components shall have clocks synchronized with an agreed accurate time source.	M				F	We currently synch using NTP

DC-5	All components of the system shall use the ISO 8601 standard for date time stamps with this format YYYY-MM-DD hh:mm:ss when exchanging data.	M	P	In our booking and reporting interfaces, we are ISO 8601 compliant. For adserving and RTB, we use UNIX timestamps.
DC-6	All components of the system shall use the ISO 6709 standard for the exchange of latitude, longitude. Latitude and longitude shall be represented using decimal degrees.	M	P	We use decimal degrees, but we do not use the +XX+XX format outlined in the ISO spec. We can roadmap this and make the change quite easily if needed.
DC-6.1	The system could use the ISO 6709 standard for altitude data if it exists and shall be recorded in meters.	C	R	While we do not yet have altitude data, we have the framework for storing and using this data that we can update easily.
DC-6.2	The decimal degrees shall use a minimum of four decimal places and a maximum of six decimal places to establish location accuracy between 11 and 0.1 meters.	M	F	As stated in DC-6, we do not use the +/- notation specified in the ISO spec, but we use 6 decimal places to record latitude and longitude information.
DC-7	Messages shall be exchanged using the HTTP protocol.	M	F	All of our UI tools are web services, and our adserving and RTB all use HTTP.
DC-7.1	HTTP responses shall contain the HTTP status code of 200 OK for successful operations.	M	F	HTTP status 200 OK is the standard response for all successful operations in our UI, ad serving, and RTB components.
DC-7.2	HTTP responses where there is no data to return for a request shall contain the HTTP status code of 204 No Content.	M	P	Currently we would return a 404 for no data; we can easily change this to support a 204.
DC-8	The solution must support the capability facilitate secure HTTP request and response messages.	M	R	Our Portal (booking and reporting) already supports HTTPS calls. It is also on our roadmap for RTB bid requests and responses only, as it is a requirement from some of our bidders. We expect to have it in place by the end of Q2 2011. We have no current plans to implement secure adserving.
DC-8.1	Transport Layer Security (TLS) version 1.1 or above shall be supported to provide security to HTTP request and responses messages.	S	P	We use SSL, not TLS.
DC-9	MAM component interfaces shall be exposed through RESTful APIs to reduced dependency on proprietary middleware.	S	F	All of our UI tools are built on RESTful APIs (booking and reporting). Our externally-facing reporting APIs are also RESTful. However, our RTB API and adserving are not.
DC-10	The system shall offer the capabilities of accessing user preference data from a variety of external sources and/or storing that information locally.	S	F	We support a local cache of user data that can be used for storing non-personally identifiable information about users.
DC-11	The system shall include facilities to expand the use of 3rd party data sets and additional user preference.	S	F	We are already integrated with multiple third party data providers, and we can easily integrate as many as needed.



DC-12	The system shall operate a central point of control for user accounts for all MAM components.	S	F	Our booking and reporting systems have centralized user accounts.
-------	---	---	---	---

#### 5. Service Availability, Reliability, and Scalability

Availability ID	Requirement	Priority	Compliance				Solution N = Non compliant, R = Roadmap, P = Partially compliant, F = Fully compliant
			N	R	P	F	
AVL-1	The MIX, Creative Asset Registry and Ad Decisioning components shall operate with high availability.	M	F				Our ad servers, RTB system, and data provider connections operate with near-constant uptime.
AVL-2	Downtime for the MIX, Creative Asset Registry and Ad Decisioning components shall not exceed 2 hours per year to achieve an availability of 99.98%.	M	P				Our availability for ad decisioning components is currently 99.94%, though we are working on 100% availability/uptime.
AVL-3	Downtime for the Media Planner, Booking, Pricing and Bidding components shall not exceed 8 hours per month to achieve an availability of 99%.	M	F				Pricing and bidding components have 99.94% availability. Booking and reporting have 99.98% availability.
AVL-3.1	Scheduled downtime for the Media Planner, Booking, Pricing and Bidding components shall be between the hours of 18:00 and 08:00 local time.	M	P				Scheduled downtime for our pricing and bidding components is typically in the 18:00-08:00 time range. However, downtime for our booking component usually occurs in the 17:00-19:00 time frame. As we move toward 100% availability, there will be no scheduled downtime required.
AVL-3.2	Scheduled downtime should be announced 3 – 5 days in advance to the user community.	S	P				Currently, our customers are given 2 days' advance notice for scheduled downtime.

Reliability ID	Requirement	Priority	Compliance				Solution N = Non compliant, R = Roadmap, P = Partially compliant, F = Fully compliant
			N	R	P	F	
REL-4	The Media Planner, Booking, Pricing and Bidding shall be capable of operating with fault tolerant capabilities.	M	P				Pricing and Bidding are currently fault tolerant; we are building out additional capabilities for our Booking system.
REL-1	All hardware components required to deliver the end-to-end MAM service shall have high mean time between failures (MTBF).	M	F				Our hardware is all standard and has high MTBF. We also have monitoring in place for any hardware issues.
REL-2	All hardware and software components required to operate the end-to-end MAM service shall have a low mean time to repair (MTTR).	M	F				Our hardware is easily swapped out, keeping the hardware MTTR low. Our service-oriented architecture is inherently low-MTTR as well.
REL-3	The MIX, Creative Asset Registry and Ad Decisioning components shall operate with fault tolerant capabilities.	S	F				Our ad decisioning and data provider integrations are all built to be fault tolerant.

Scalability ID	Requirement	Priority	Compliance				Solution N = Non compliant, R = Roadmap, P = Partially compliant, F = Fully compliant
			N	R	P	F	
SCA-1	All components of the MAM shall be deployed in a configuration that enables a scaling out of compute resources to ensure acceptable response times to users. For example, the addition of physical servers or virtual servers.	M		F			All of our components are linearly scalable.
SCA-2	All components of the MAM shall be deployed in a configuration that enables a scaling up of server resources, for example hardware should support the upgrade of processors, memory and storage.	M		F			We routinely re-evaluate our hardware architecture to ensure that server resources are easily scalable. Also, we retire out old machines regularly and upgrade memory and storage as needed on an ongoing basis.
SCA-3	MAM scalability shall be flexible and on demand to allow for growth and contraction in use.	C		F			Our ad serving and bidding architecture is deployed with enough capacity headroom to accommodate 2x traffic spikes and is constantly monitored for changes.
SCA-4	Each component of MAM shall have a capacity plan that is reviewed on a periodic basis to inform scalability requirements.	S		F			We review the capacity plans for our ad serving and bidding on a quarterly basis. The capacity plan for our booking system is reviewed semi-annually.
SCA-5	The MAM service must be able to be deployed in a territorially agnostic configuration to support future deployment in other countries.	M		F			Our deployments are 100% agnostic to location.

Hosting ID	Requirement	Priority	Compliance				Solution
			N	R	P	F	
N = Non compliant, R = Roadmap, P = Partially compliant, F = Fully compliant							
HR-1	Solution components shall be hosted in a data centre that complies with the ISO 27002:2005 security standard.	M		F			Our managed hosting provider should be ISO 27002:2005 compliant.
HR-2	The hosting environment shall have been built according to the Telecommunication Industry Association (TIA) TIA-942 standard.	S		F			Our managed hosting provider is TIA-942 compliant.
HR-3	The hosting environment should offer capabilities equivalent to those of a Tier 3 data centre as defined by the Uptime Institute. <a href="http://www.uptimeinstitute.org">www.uptimeinstitute.org</a>	C		F			While not accredited by the Uptime Institute, our data center host would be classified as at least a Tier 3 data center, though it also incorporates many of the security features of a Tier 4 data center.

Performance		Compliance				Solution	
ID	Requirement	Priority	N	R	P	F	N = Non compliant, R = Roadmap, P = Partially compliant, F = Fully compliant

PER-1	The Ad Decisioning process must operate as a low-latency solution.	M	F	Our average ad serving response is well under 100ms. Including real time bidding responses, this is in the 150 ms range (as the bid window for RTB is up to 120 ms).
PER-2	The MIX shall operate a short-term cache of subscriber data preferences retrieved to reduce the latency of Ad Decisioning responses.	S	F	We have a server-side data store and local cache of user data (non-personally identifiable) that are used for ad decisioning.
PER-3	Data retained in the cache shall be retained for a configurable number of minutes.	S	P	Data retained in our server-side data store have a configurable expiry. Data contained in the local cache have a static expiration.

## 6. Security

Security ID	Requirement	Priority	Compliance				Solution
			N	R	P	F	
SE-1	The system shall segregate data within the MAM components to ensure the correct and secure operation of information processing relevant to the component of the MAM and the role it fulfils.	M				F	Data are stored in separate databases depending on which service requires them. Booking data are shared with the ad server through a gateway component that logically separates out the information that is needed for serving. All reporting data are stored in a separate data warehouse.
SE-1.1	Sensitive systems and data shall have a dedicated and isolated computing environment, for example, some operator data shall be retrieved from the operators but not stored in MAM.	M				F	We will work with selected data providers to work on this integration.
SE-1.2	Groups of information services, users and information systems shall be segregated on networks.	S			N		Today, all users are stored in the same locations; we do not segregate subsets of the same data in different locations.
SE-1.3	Access to information and MAM system functions by users and support personnel shall be restricted in accordance with a defined access control policy.	M				F	Functionality in our Booking tool is restricted to certain internal personnel only. Access to production machines is also heavily restricted.
SE-2	The system components shall create audit logs to record user activities.	M				F	We have full audit logs for individual component access.
SE-2.1	Audit logs data shall be protected against tampering and unauthorized access.	M				F	Audit logs are available for viewing within our Booking tool but are restricted by user access. Audit logs for ad decisioning, bidding, pricing, etc are all locked down to system administrators only.
SE-2.2	System administrator activities shall be logged.	C				F	All activities in our web-based tools are logged, and activities on the hosted serving machines are also logged in system-level logs.



SE-3	There shall be a formal user registration and de-registration procedure for granting and revoking access to all information systems and services.	M	F	Access to internal information systems and services is controlled by a central permissions management system whose access is restricted to a select group of users. This is separate from the user control process and system employed for Booking and Reporting system users.
SE-3.1	The user registration and de-registration procedure should be a common component across the MAM.	M	F	For any components that offer external (i.e. non-employee) access, the user registration and de-registration processes are the same across components.
SE-3.2	The allocation and use of privileges shall be restricted and controlled for all components of the MAM.	M	F	Allocation and use of privileges is restricted to internal employees only.
SE-3.3	Users shall be required to follow good security practices in the selection and use of passwords.	M	P	Minimum password length is required; additional security measures are being built out.
SE-4	To maintain the integrity and availability of information within the MAM, back-up copies of information shall be taken and tested regularly in accordance with an agreed backup policy. The results of the test shall be made available for review.	M	F	Backups of data are taken regularly
SE-5	Network shall be adequately managed and controlled to protect from threats and to maintain security for the systems and applications using the network.	M	F	Our managed hosting provider manages our network security. All components are behind firewalls and proxies.
SE-6	To prevent unauthorized disclosure, modification, removal of assets there shall be processes and procedures for the management of removal media documented for all MAM components.	M	F	Our data centers have heavily restricted physical access policies
SE-6.1	The processes for the management of removal media could be specified for each component of the MAM.	C	F	Given the segregation of data of each component, we can accommodate separate processes for the management of removal media for each component
SE-7	To ensure the security of online buy and sell transactions all information exchanges as part of a transaction shall be protected from fraudulent activity, contract dispute, unauthorized disclosure or modification.	M	F	Information exchanged as part of a transaction is protected from modification and cannot be accessed outside of the Booking tool.
SE-8	The system shall provide an authentication facility to allow system to system interfaces to access a web based application on behalf of a user.	M	F	We require auth tokens for any system-to-system interfaces and APIs.

## 7. System Interfaces

System Interfaces			Compliance				Solution
ID	Requirement	Priority	N	R	P	F	N = Non compliant, R = Roadmap, P = Partially compliant, F = Fully compliant
SYS-1	The MAM service shall support all of the system interfaces in the following table. * Indicates an external interface to the core MAM products.	M		P			We support all of the system interfaces.
SYS-2	Firewalls shall support network address translation (NAT) to ensure that IP addresses of private networks are not exposed.	M		F			Our firewalls support NAT
SYS-3	The system shall be able to determine the location of a mobile device connected to a mobile operator's network.	S		F			We can determine the location of a mobile device if that information is available to us.
SYS-4	To reduce latency on enquiries against operator data the MAM solution could reuse the capabilities and infrastructure of the GSMA PathFinder™ managed service.	S		F			We can easily integrate PathFinder as a data provider into our existing infrastructure.
SYS-5	The system API shall be harmonised across operators.	M		F			We have a standard API that can be used for integration.

#### 8. User Interfaces

User Interfaces			Compliance				Solution
ID	Requirement	Priority	N	R	P	F	N = Non compliant, R = Roadmap, P = Partially compliant, F = Fully compliant
GUI-1	All functional areas of MAM shall be web-based applications.	M		F			All of our available components are web-based applications
GUI-2	MAM web-based application shall work against the Mozilla Gecko, Webkit and Microsoft Trident rendering engines to support the most popular desktop browsers.	M		F			We cross-browser test our booking and reporting tools to ensure they work with the most common desktop browsers.
GUI-2.1	The web-based applications shall work on a variety of modern desktop-based browsers such as the latest versions of Firefox, Internet Explorer, Safari and Chrome.	M		F			See above.
GUI-2.2	The web-based application should not fail to operate when using older browsers, for example Internet Explorer 6.	C		N			We do not support IE6.
GUI-2.3	The web-based applications shall be capable of operating on mobile-devices.	W		R			Our web-based apps operate on some mobile devices; support for all is in our roadmap.

GUI-3	All user interfaces shall be intuitive to use.	M	F	We employ a usability expert whose focus is ease of use of our web-based tools.
GUI-3.1	Actions taken should have no perceptible delay to the user for the data entry and save operations.	S	P	Because of the scale of some saving actions (bulk edits), there may be a delay at times. However, any delays to saving data are done with user notification such as a status indicator.
GUI-3.2	Users shall be informed of any action that is known to have a perceptible delay.	S	F	A status indicator is used to inform users of any action that has a perceptible delay.
GUI-4	The user interface should deliver a consistent user look and feel across MAM components.	S	F	All web-based components share common CSS/look and feel
GUI-4.1	User interfaces could support minor presentation changes to support alternative branding options.	C	P	Changing out of the logo is currently supported; we would need to build out full white-label support, if needed.
GUI-5	All web-based user interfaces could conform to the W3C Web Content Accessibility Guidelines.	C	P	If we do not already support the W3C Accessibility Guidelines, it would not be difficult to incorporate them.
GUI-6	The web-based applications shall not require the client side installation of additional software.	S	F	No additional client-side software is required other than a browser. We do offer a FireFox plugin for content monitoring but it is not required.

**9. Planning**

Planning ID	Requirement	Priority	Compliance				Solution
			N	R	P	F	
NFP-1	The system shall support step-by-step guides for the creation of media planning campaigns and media seller packages.	M					Admeld can expose a planning GUI and our system can connect to multiple planning tools.
NFP-2	The system shall support a configurable workflow capability to support the planning process.	S					System can connect to multiple planning tools.
NFP-2.1	The system shall clearly indicate the step of the process the workflow is at.	S					System can connect to multiple planning tools.
NFP-3	The system shall support the definition of creative according to the Mobile Marketing Association MMA – Mobile Advertising Guidelines. <a href="http://mmaglobal.com/mobileadvertising.pdf">http://mmaglobal.com/mobileadvertising.pdf</a>	M					System can connect to multiple planning tools.

NFP-4	The system shall categorise the creative formats according to the MMA guidance. - Mobile Web Banner Ad Units in 6:1 Aspect Ratio - Mobile Web Banner Ad Units in 4:1 Aspect Ratio - SMS Advertising Unit Definitions MMS Advertising Unit Definitions	S		System can connect to multiple planning tools.
NFP-5	The system shall support a configurable list of creative ad servers to be maintained.	M		System can connect to multiple planning tools.
NFP-6	The system shall support a configurable day-part targeting capability covering weekdays and weekends, for example: - Early morning (06:00 – 08:00) - Daytime (08:00 – 17:00) - Evening (17:00 – 23:00) - Late night (23:00 – 06:00)	C		System can connect to multiple planning tools.
NFP-7	The system shall support multiple geographic regions.	S		System can connect to multiple planning tools.
NFP-7.1	The system shall support Pound Sterling (GBP) as the default currency.	M		System can connect to multiple planning tools.
NFP-7.2	The system shall support other currencies than GBP.	S		System can connect to multiple planning tools.
NFP-7.3	The system shall present currencies according to the ISO 4217 standard, for example Euro EUR.	S		System can connect to multiple planning tools.
NFP-7.4	The system shall be capable of support socio-demographic data from a variety of 3rd party sources.	S		System can pass 3rd party data into planning tools.
NFP-8	The system shall be capable of incorporating lifestyle and attitudinal data and other data from 3rd party suppliers.	W		Compliant
NFP-9	The system shall support an automated Request for Proposal (RFP) process between the buy and sell side users.	M		Compliant
NFP-9.1	The system shall support an on-line RFP process.	S		System can connect to multiple planning tools.
NFP-9.2	The system could support a document based RFP process and facilitate document issue and upload of responses.	C		System can connect to multiple planning tools.



NFP-9.3	Document-based RFP process shall accept the exchange and storage of the following document types. - Open Office XML (OXML) (docx) - OpenDocument Format (ODF) (odt) - Adobe Portable Document Format (PDF)	C		System can connect to multiple planning tools.
---------	---	---	--	--

**10. Booking**

Booking ID	Requirement	Priority	Compliance				Solution N = Non compliant, R = Roadmap, P = Partially compliant, F = Fully compliant
			N	R	P	F	
BOO-1	The system shall record order commitments placed from Media Planners.	M	F				We have the capability to record individual tags as well as cross-publisher buys
BOO-2	The system shall ensure that bookings comply with a standard taxonomy covering: - Campaign details - Flighting details - Demographics - Creative format	M	F				We use a standard taxonomy for all bookings.
BOO-3	The system shall commit bookings with each media seller via a fully automated interface.	M	F				All bookings are made on behalf of the media sellers and are fully automated.
BOO-3.1	The system shall have a single canonical data model for the booking data.	M	F				We use a standard data model and store for all booking information, kept internally.
BOO-3.2	The system shall convert from the booking canonical data model to existing interface specifications for media seller automated interfaces.	S	F				Any data conversion required from our data model to that of the media seller will be performed by us.
BOO-4	All media seller bookings that fails to be made within a configurable number of retires shall have an alert sent to the planner and publisher.	M	R				We have validation in place in our web-based tools, but we do not yet provide alerting.
BOO-5	The system shall send alerts via email.	S	R				Alerting is on the roadmap.
BOO-6	The system shall have the capability to incorporate auction-based bookings.	S	F				We fully support the auction model.

**11. Ad-Decisioning**

Ad-Decisioning ID	Requirement	Priority	Compliance				Solution N = Non compliant, R = Roadmap, P = Partially compliant, F = Fully compliant
			N	R	P	F	

NFA-1	The Ad Decisioning component must provide a near-real time query interface.	M	F	Real time bidding is already supported
NFA-2	Operator data shall be retrieved dynamically and not persisted to any MAM data store.	M	P	We keep a local cache for performance reasons, but we also support dynamic lookups and retrieval of operator data
NFA-3	Ad Decisioning shall support configurable rules and metadata related to the usage of ads that must be used in the decision making process.	M	F	We support multiple types of targeting and publisher blocklists. The latter is available in our real time bidding system.
NFA-4	The system shall deliver a common model for handing consumer opt in preferences that can be used across different delivery channels, for example mobile web, SMS and MMS.	M	P	We can transact on opt-in data in our ad serving/decisioning/bidding systems with a framework that is already in place. Any operator data can be treated as a third party data provider, and the integration for each is almost trivial.
NFA-5	The system shall support algorithms for the determining the most appropriate ad to deliver.	M	F	Our ad decisioning component evaluates ads for price as well as targeting rules.
NFA-5.1	The system shall support configuration of rules to support and fine tune algorithms.	M	P	We can add in support for specific parameters; we would need additional information about what sorts of fine tuning of the decisioning algorithms are required.
NFA-5.2	The system shall be capable of supporting algorithms for: - Frequency capping (limit impressions) - Day parting (time)	S	P	We currently support frequency capping; Day parting will be supported in Q2 2011.
NFA-5.3	The system shall be capable of supporting algorithms for: - Geographic targeting (dynamic and static) - Storyboarding (ad plurality re targeting)	C	F	We currently support geo targeting in multiple dimensions and retargeting.
NFA-5.4	The system shall be capable of supporting decisioning based on real-time bidding data.	M	F	Our ad server and real time bidding platforms are fully integrated.
NFA-5.5	The system shall have the capability to support the incorporation of new algorithms with a modular plug-in approach.	S	F	We can plug in additional data providers as needed; each has its own pricing algorithms that they use to determine bid price within the framework of RTB.
NFA-5.6	The system shall have the capability to support the incorporation of new 3rd party data set into the decision making process.	W	F	We have a flexible framework and can integrate third-party data providers very easily.

## 12. Creative Asset Registry

### Creative Asset Registry

### Compliance Solution



ID	Requirement	Priority	N R P F	N = Non compliant, R = Roadmap, P = Partially compliant, F = Fully compliant
NFC-1	The CAR shall deliver a highly available query interface.	M		System can connect to creative asset registry.
NFC-2	Creative shall be stored in the asset registry.	M		System can connect to creative asset registry.
NFC-2.1	Creative and associated metadata shall be uploaded to the registry.	M		System can connect to creative asset registry.
NFC-2.2	Metadata shall include preview and review records data for all publishers.	M		System can connect to creative asset registry.
NFC-2.3	Metadata shall include the ability for custom tags to be associated with the creative for each published.	M		System can connect to creative asset registry.
NFC-2.4	The system shall validate or scan customer tags to protect from potential malware.	S		System can connect to creative asset registry.
NFC-2.5	Creative uploaded shall have a globally unique identifier assigned.	M		System can connect to creative asset registry.
NFC-3	It should be possible to hold a link to creative stored externally.	W		System can connect to creative asset registry.
NFC-3.1	The system shall verify the media has been successfully uploaded to remote servers before deleting from the registry.	M		System can connect to creative asset registry.
NFC-4	Media owners shall have read and write access to the registry.	M		System can connect to creative asset registry.
NFC-4.1	Publishers shall have read write access for the purposes of authorizing creative content on their web sites.	M		System can connect to creative asset registry.
NFC-5	Creative requiring cross-domain policy files shall be supported.	M		System can connect to creative asset registry.
NFC-5.1	XML cross-domain policy files could be stored and maintained in the registry.	C		System can connect to creative asset registry.
NFC-5.2	Only specific domains shall be allowed read only access to creative.	M		System can connect to creative asset registry.
NFC-5.3	Allowed access domains shall not default to all domains.	M		System can connect to creative asset registry.
NFC-6	The system shall permit the deletion of creative by the creative owner.	S		System can connect to creative asset registry.

NFC-6.1	The system shall support the automatic deletion of creative following a configurable period of time and providing that the creative period of applicability has passed.	S		System can connect to creative asset registry.
NFC-6.2	The system could support an opt-in historic browse only capability to support a gallery archive of creative.	W		System can connect to creative asset registry.

### 13. Reporting

Reporting ID	Requirement	Priority	Compliance				Solution N = Non compliant, R = Roadmap, P = Partially compliant, F = Fully compliant
			N	R	P	F	
RPT-1	The system shall present reports as an online web-based dashboard of information.	M	F				We provide reports and performance graphs in our web-based application
RPT-1.1	The dashboard shall present the reports as a collection of graphical charts.	S	P				Some data are available as graphical charts
RPT-1.2	The charts shall enable click through to the underlying data.	C	P				Our RTB reporting contains graphical charts and the underlying data in the same panel; all other reports are currently non-graphical in nature.
RPT-1.3	The system shall allow users to customise and save the default layout of their reporting dashboard.	W	R				The dashboard is currently static, but we would like to build out a customizable dashboard later in 2011.
RPT-2	The system shall provide users with the capability to browse and select data for inclusion in a dynamic report.	M	P				We have the ability to create custom reports (non-graphical). It is currently being beta-tested by our internal customers and will be available for all users in Q2 2011.
RPT-2.1	The system shall support configurable measurement capabilities including, but not limited to: - Subscriber-level demographics - Subscriber opted-in preferences - Ad reach/ impressions/ unique audience - Flighting patterns - Campaign effectiveness - Creative type and size	M	P				We provide data on some of those metrics, but it is static (demographics, 3rd party data, campaign performance, impressions, uniques)
RPT-3	The system shall only allow user to configure reports based on their role, for example media buyer and media owner.	M	F				A user's view into our reporting system is restricted by whether they are a media buyer or seller. Some data are only available to internal employees and are not made public to any other users.
RPT-4	The system shall support the ability to export report data.	M	F				All reporting data are exportable.

RPT-4.1	The system shall support on demand export of report data in a CSV format.	M	F	Exports are currently available in CSV format
RPT-4.2	The system shall support on-demand export of reports data to a Microsoft Excel file format.	C	N	Because Microsoft Excel can easily import a .csv file, we do not support this requirement natively.
RPT-4.3	The system shall support the creation of on demands reports in the PDF format.	S	N	We do not support exports in PDF format
RPT-4.4	The system shall not mandate the use of proprietary 3rd party software for the viewing of exported report data.	M	F	No proprietary third party software is required to view exported reporting data.
RPT-5	The system shall support the used of existing datasets as the basis of report creation.	M	F	We have the ability to save reports. Previously saved reports may be edited and saved as new reports, so existing datasets may be used to create new reports.
RPT-5.1	The system shall use existing Mobile Media Metrics (MMM) data to support report creation.	M	R	Additional reporting metrics can be added into our reporting framework.

**14. Pricing and Bidding**

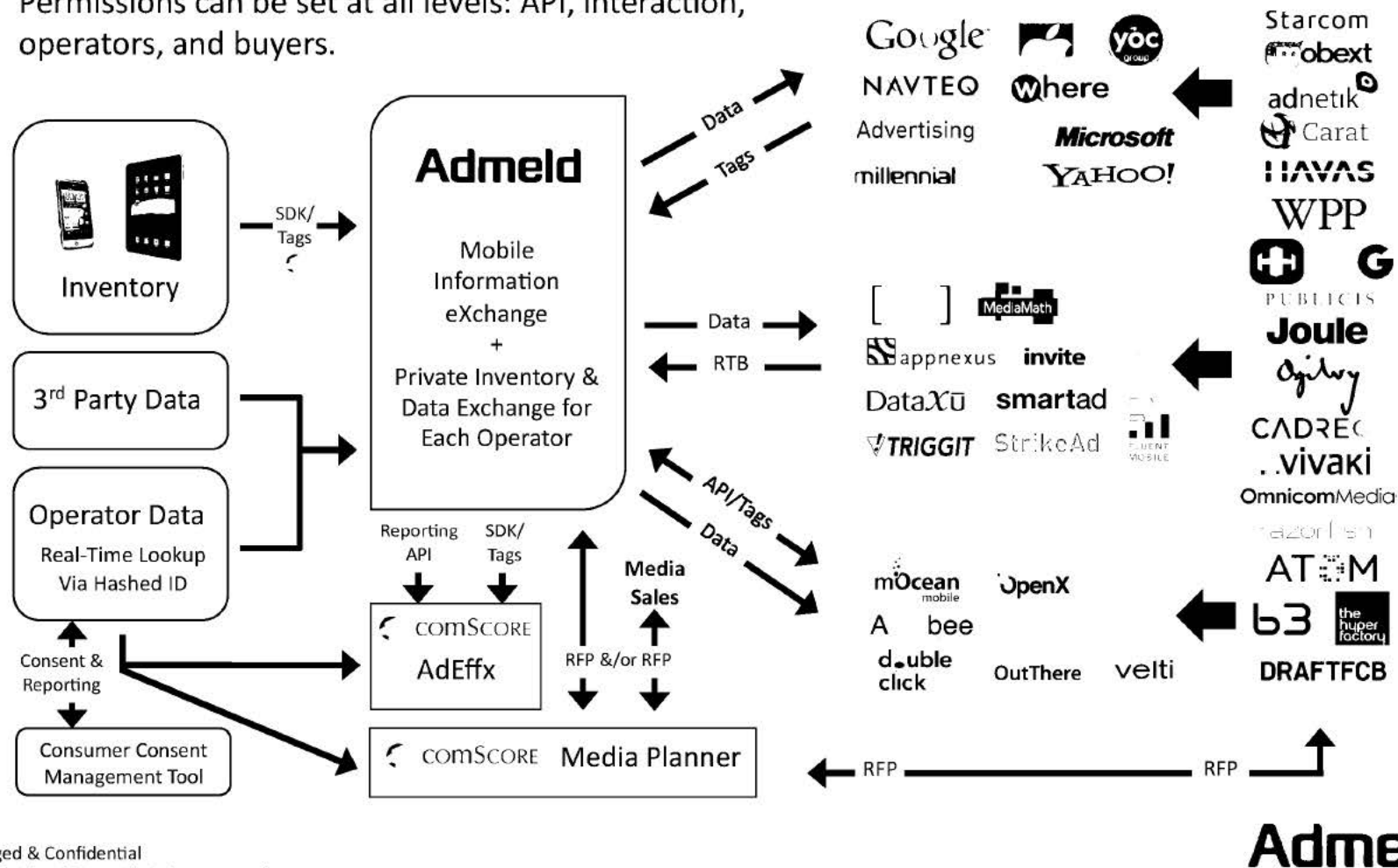
Pricing and Bidding		Compliance				Solution	
ID	Requirement	Priority	N	R	P	F	N = Non compliant, R = Roadmap, P = Partially compliant, F = Fully compliant
NPB-1	The system shall support an extensible pricing capability with the following initial processing models supported. - Cost Per Mille/ Thousand (CPM/ CPT) - Cost Per Action (CPA)	M		P			For networks, we offer all models. For RTB, we offer CPM pricing.
NPB-2	The system shall provide for flat rate pricing.	C		F			We support flat rate pricing, but only for traditional tags. RTB supports CPM only.
NPB-3	The system shall provide the ability to combine pricing models, for example flat and CPM.	C		F			Pricing models may not be combined in the same campaign, but we do allow for decisioning between the two.
NPB-4	The system shall support real-time bidding.	M		F			Real time bidding is already supported; we are integrated with 35 bidders to date.
NPB-4.1	The system shall support an XML interface to enable bids to be made against a publisher's inventory.	S		N			Our bidding APIs are in JSON only.
NPB-4.2	The system shall retain audit data on the win rate and price for each of the price models supported.	S		F			Win rate can be calculated from our internally-available reporting data, and win price is made available in our reporting UI.

NPB-4.3	The system shall require registered Respondents to place a minimum amount of bids per month. This minimum amount shall be configurable.	S	N	We do not require a minimum number of bids to participate in the real time bidding platform.
NPB-4.4	The system shall guarantee that bids remain private.	M	F	Bid data is not shared among bidders. If a bidder implements our Notification API, we do make available the winning bid price for a given impression, but we do not share the closing price or any other data included in that bid to anyone but the winner of the auction.
NPB-5	The system shall support a configurable amount of minimum Respondents to ensure a competitive market exists per auction.	S	F	We support this on a publisher-by-publisher basis.
NPB-6	The system shall incorporate pricing safeguards to ensure best price ad placement, for example, the system could have a no win auction due to a better price non real-time bid existing.	M	F	Bids coming from RTB compete in the same auction as standard tags, so the best price ad will always win, regardless of source.
NPB-7	The system shall retain audit/ usage data on the win rate and price for each of the price models supported, for example, number of bookings and impressions etc.	S	F	Our available reporting data are the same for real time bidding and standard tags.
NPB-7.1	The system shall support a flexible invoicing capability.	S	F	Invoicing terms are negotiated as part of the buyer-seller contract.



# Mobile Advertising Marketplace

Inventory & data accessible to any demand source.  
Permissions can be set at all levels: API, interaction, operators, and buyers.



Privileged & Confidential  
© 2011, Admeld Inc. All Rights Reserved.

### 1. Territories & Economic Regions

Admeld is headquartered in New York City with offices in San Francisco, London, Berlin, and Toronto. Most of our publisher and demand partners are located in North America, UK, and Europe. However, many of our global network partners are able to buy inventory across the globe. In January of 2011 Admeld served ads in the following territories:



Admeld will be able to support a roll-out of the United States, UK, Germany and Spain from day 1. We are already operational in these markets, and will not need additional resources. In addition, we will enter the other major European markets in 6 month increments. To speed up market penetration and/or to add additional territories Admeld would be open to discuss cost and risk sharing set-ups. We envision on the ground support for each market to be:

- Demand Sales
- Supply Sales
- Ad Operations
- Technical Support

Each of these areas could be serviced by 1 headcount in each new market.



## 2. Assumptions

### Technical requirements:

Admeld is submitting this proposal under three main assumptions:

1. Operators would like to expose their data into the advertising ecosystem through a safe and controlled environment
2. Many operators would like to continue to use their existing ad servers
3. Operators need a solution that makes their data actionable. This can only be accomplished by a real-time solution that ingests data into the impression & revenue flow in conjunction with the ad request

### Capital Cost:

We are assuming that capital cost should be keep at an absolute minimum

### Operational Cost:

We are assuming that operational cost should be keep at an absolute minimum, and ideally be tied to – and or covered by- revenues that are generate by such a system.

### Licenses:

Admeld assumes that each operator has their own vendor relationships, and that it might be the preference to maintain these. In addition, we assuming that the overall number of vendors, contracts, and new licenses should be keep at a minimum.

## 3. Revenue Share

Admeld will not charge the individual network operator or the GSMA for the creation of the private exchange. As such there will be no capital cost. Admeld will also not charge any technical operating cost or licensing fees to the operator or the GSMA.

Admeld will generate revenue by charging a transaction fee based on the revenue that flows though the platform. Admeld's current rate card charges publishers between 10%-15% of the revenue generated by the platform – depending on the volume of supply they bring to the marketplace. Because of the complexities of the real-time-bidding environment Admeld also charges DSPs buy side fees that range between 10%-15%. **Admeld does not charge traditional ad networks to serve ads through the platform. Admeld also does not charge ad servers to serve ads through the platform.**

The operator will earn 100% of the data fees. Admeld will not take a share of revenues generated by the sale and usage of operator data. Admeld will act as the financial reconciliation platform. Networks and DSPs utilizing the data will pay Admeld for the usage of the data via a flat CPM fee. This fee will be collected and passed to the operator in aggregate on a monthly basis. In the future, the operators might also consider making this data available to publishers for first party ad serving. For example, if the Guardian wanted to sell inventory in conjunction with operator data, Admeld can pass this data to first party ad servers. This data could be charged via a flat CPM fee, or it might be charged via a percentage of the ad buy.

#### 4. Bonuses & Penalties

We believe that bonuses and payments should be included in the overall HR plan. We have found that it works well to compensate publisher sales teams for impressions they bring to the platform, and demand side sales teams for the revenue they bring to the platform. In markets where the GSMA and Admeld might share HR cost, these bonuses would fall within the general arrangement.

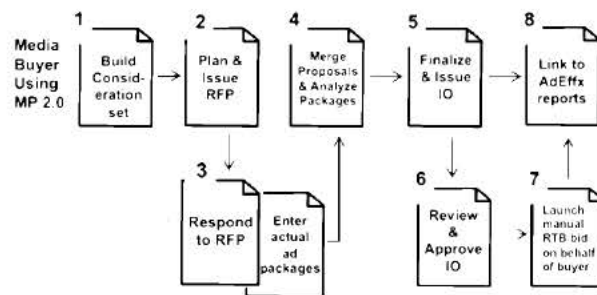
#### 5. Existing & 3rd Party System Components

The following are the minimal components are necessary for each operator to run the MAM:

- a.) First Party Ad Server (charges the media owner on CPM transaction fee)
- b.) Pathfinder (charges carrier a hosting fee)
- c.) Admeld (charges media owner by transaction)

As such, the operator would incur operational cost to have the data accessible to the MAM through Pathfinder, but all other cost to serve ads and make data available to the ecosystem would be transactional. Operators would break even once the Pathfinder hosting costs are covered by data revenues.

Through AEM (Admeld Enhanced Media), Admeld would be an additional publisher and could receive RFPs from Media buyer.



In addition, the comScore system is necessary to make planning and forecasting data available across all publishers in a particular market. comScore currently issues RFPs through the MMM to individual publishers. In addition, Admeld would propose that these RFPs are *also* sent to the Admeld

system for cross publisher delivery. Admeld would turn the RFPs into bids, and inject them into the participating publisher inventory.

#### 6. Technical Support

Technical support is included for the US, UK, Germany, Spain without additional cost. In new markets, the technical support will be handed by the additional headcount, as outlined in Schedule 5 Section 1 (Territories & Regions). Second level support will be provided by the regional headquarters, and Admeld's global HQ in NY.

#### 7. Contracting Parties

Admeld is open on how to work with the GSMA and participating carriers. Admeld already has existing contractual relationships for ad serving and performs financial collections and reconciliations with over 200 networks and 35 DSPs. Participating carriers could take advantage of these relationships, and have a single contract with

Admeld, which would enable these demand sources.

#### **8. Fixed Term Outsourced & Exclusive Reseller Model**

The Admeld platform already processes over 11 billion bids each day. We believe that by giving the GSMA and participating carriers the ability to join a flourishing and successful marketplace, it will serve their objectives in the best and most efficient fashion. There will be little ramp up time, and carriers will be able to monetize their data from day one.

#### **9. Sales, Marketing & Promotion**

##### **Sales**

Admeld has a publisher side sales teams in North America (10), and Europe (5). Publisher sales focuses on online and mobile. Mobile specialists and sales engineers are available for complex sales cycles. To help enable equitable and scalable distribution of accounts, AdMeld has divided up the universe of accounts in two ways:

- **comScore Top 70 publisher properties** (“Strategic Accounts” / “SA”) Leveraging comScore vertical definitions, we have assigned Verticals to each member of the sales team
- **Growth & Expertise** - Owners for these accounts and Verticals are tasked with growing AdMeld’s share of pie within those organizations, as well as with developing Vertical expertise

##### **We currently compensate salespeople as follows:**

- 20% of Monthly incentive based on Publisher Sales team performance
- Incremental “SPIFF” opportunity based on quarterly “added to backlog” target achievement
- Each Sales person’s goal is to increase their book of revenue by \$15k each month
- This will be accomplished via combination of growth within existing clients and acquisition of new publishers to AdMeld
- This individual performance metric makes up 80% of Sales person’s monthly compensation
- Each month, AdMeld will measure team performance against the team revenue goal. This team performance metric makes up 20% of monthly Sales person compensation
- Monthly target to be set by AdMeld Executive team prior to start of each quarter.

### **Marketing and Promotion**

In many ways, this partnership represents a watershed moment in the mobile advertising ecosystem. By making such a large swath of data available to the mobile world, the GSMA is effectively eliminating a barrier to growth that has haunted the medium for more than a decade. Admeld is extremely excited about the prospect of helping to bring about that change, and has outlined the following marketing plan to ensure value is maximized at every turn. The plan breaks down into three phases: Awareness, Proliferation, and Optimization.

#### **Awareness – ~6 Months**

Admeld sponsors or produces more than 75 events each year, including our Annual Partner Forum in New York City. We see these events as a critical element of our marketing mix. They are particularly effective in generating awareness and educating multiple constituencies about our service and where we sit within this increasingly complex space. For this reason, we see event marketing as a key part of this plan.

Upon launch of the GSMA's marketplace, Admeld propose an invitation-only launch event in London with roughly 150 of the industry's top mobile executives, media, and analysts. The core of the event will be a panel (moderated by Anthony Rhind, CEO of Havas) in which major buyers, publishers, operators, and data providers discuss the impact of the marketplace. During the event, attendees will receive packets of collateral outlining benefits of the marketplace, and the programming will be followed by time for cocktails and networking.

Leading up to the event, Admeld will bring to bear the full extent of its PR representation, which includes teams in the US, the UK, and Germany. We expect to break the announcement on the day of the launch via an exclusive with a major trade publication (i.e. New Media Age, TechCrunch), and in the following days, will roll out a series of Q&A's in various industry outlets (i.e. eConsultancy, ExchangeWire, AdExchanger, Mobile Marketer) featuring GSMA, network operator, and Admeld executives.

Beginning in the awareness phase, Admeld, in cooperation with the GSMA, will begin to create a library of case studies that reflect the benefits of the platform to various parts of the ecosystem. In our experience, cases can be a supremely effective sales tool for communicating the benefits of a leading-edge product such as this.

Costs for all these efforts might be shared with the GSMA.

Estimated cost for events: \$35,000 (£18 578)

Estimated PR cost: \$5,000 (£3 096)

Estimated Collateral cost: \$5,000 (£3 096)

Total Estimated Cost: \$45,000 (£27 867)

#### **Proliferation – ~18 Months**

Following the initial launch, the plan is to execute a series of similar campaigns in time with the platform's launch in additional geographic markets. For instance, in

Germany, Spain, France, and the US, we propose a series of additional launch events varying in size from 30-100 attendees. These events will leverage the same model of programming and cocktails as the London event, and will be supported by local PR efforts. In addition, Admeld sales personnel will serve each market, and leverage native-language collateral and case studies.

Costs for all these efforts might be shared with the GSMA.

Estimated cost for events: \$100,000 (£71 217)

Estimated PR cost: \$20,000 (£12 385)

Estimated Collateral Cost: \$15,000 (£9 289)

Total Estimated Cost: \$135,000 (£83 603)

#### **Optimization – ~6 Months**

In the third phase of the marketing plan, the focus will shift to ongoing sales support and the optimization of the platform to maximize its use and the revenues derived from it. The latter will take place through a mix of client education and product marketing efforts. For example, Admeld will plan and host a series of localized training sessions to help various constituents maximize the value they get from the platform, and will continue to iterate on the product's UI to ensure the number and size of transactions process through the platform is maximized.

Estimated cost for local training events: \$20,000 (£12 385)

**Total Marketing Cost \$200,000 (£123 856)**



**GSM Association**

**Request for Proposal**

***Mobile Advertising Marketplace***

***Schedule 8***



**SCHEDULE 8- DECLARATION**

Each Response to this RFP must be accompanied by the following "Declaration" without any amendments, deletions or additions and duly executed by an authorized executive of the Respondent incorporated into the RFP Response:

**"DECLARATION"**

"I/ We certify that the information supplied is accurate to the best of my/ our knowledge and that I/ we accept the conditions and undertakings set out in this document.

I/ We declare that the Response to this RFP is made without collusion, knowledge, comparison of data or arrangement with any other company, firm or person applying to participate in the process for this tender or is otherwise not part of the consortium where the Response includes more than one party and is in all respects fair and without collusion and fraud.

I/ We acknowledge and agree that by submitting this declaration we will be bound by any requirements, obligations, terms and conditions set out in the RFP and its schedules.

I/ We understand that giving false, incomplete, misleading or inadequate information that materially affects or could materially affect the decision making process, could result in our exclusion from the list of approved tender invitees, or subsequent determination of the contract in the event of it being awarded to us.

Company Name: **ADMELD INC.**


Address: **230 PARK AVE SOUTH, STE 1201, NEW YORK, NY 10003 UNITED STATES**

Email: **MARC@ADMELD.COM**

Tel No: **212 244 1144**

Name: **MARC THEERMANN**

Position: **VP MOBILE**

Signature: 

Date: **FEB 25 2011**